

Date: 1/26/2021

To: Craig Development, The Ruins LLC, Jesse Craig

From: Martin Peterson Loan Officer Red River State Bank

Subject: Term Sheet for Apartment Construction in Watertown SD

This memo is drafted today to outline the terms and conditions of the construction and permanent financing of a 63 unit apartment complex known as "The Ruins" in Watertown SD.

Construction Phase:

Loan Amount: \$7,200,000

Rate: Variable @ WSJ Prime + 1.10% (4.35%)

Draw Period: 12 Months

Interest Only Period: 18 Months

Security: 1st REM on Proposed Property, Blanket Business UCC filing against The Ruins LLC a SD LLC,

unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB. LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower. Draws and Lien Waivers to be done through First Dakota Title Watertown SD.

Permanent Phase:

Loan Amount: \$7,200,000 (50% participated to SD REDI Program)
Rate: 10 year fixed rate @ WSJ Prime + 1.10% at the time of funding.

Term: 10 year

Amortization: 20 year

Payment Frequency: Monthly P&I beginning one month from funding date.

Security: 1st REM on Proposed Property, Blanket Business UCC filing against The Ruins LLC a SD LLC,

unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB.

LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower.

As completed appraisal required to be completed.

Terms are subject to the completion of work and the OC (Occupancy Certificate) being issued with no unsatisfied construction liens, and all lien waivers being received by First Dakota Title.

Martin Peterson Red River State Bank Loan Officer EXHIBIT 22
WIT: J. Craig
DATE: 9-33-25
Deanna L. Sager



Date: 10/19/2020

To: Craig Development, Parkside Place LLC, Jesse Craig

From: Martin Peterson Loan Officer Red River State Bank

Subject: Term Sheet for Apartment Construction in Watertown SD

This memo is drafted today to outline the terms and conditions of the construction and permanent financing of a 36 unit apartment complex known as "Parkside Place" in Watertown SD.

Construction Phase:

Loan Amount: \$3,862,148.00

Rate: Variable @ WSJ Prime + 1.10% (4.35%)

Draw Period: 12 Months

Interest Only Period: 18 Months

Security: 1st REM on Proposed Property, Blanket Business UCC filing against Parkside Place LLC a SD LLC,

unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB. LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower. Draws and Lien Waivers to be done through First Dakota Title Watertown SD.

Permanent Phase:

Loan Amount: \$3,862,148.00 (50% participated to SD REDI Program)
Rate: 10 year fixed rate @ WSJ Prime + 1.10% at the time of funding.

Term: 10 year

Amortization: 20 year

Payment Frequency: Monthly P&I beginning one month from funding date.

Security: 1st REM on Proposed Property, Blanket Business UCC filing against Parkside Place LLC a SD LLC,

unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB.

LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower.

As completed appraisal required to be completed.

Terms are subject to the completion of work and the OC (Occupancy Certificate) being issued with no unsatisfied construction liens, and all lien waivers being received by First Dakota Title.

Martin Peterson Red River State Bank

Loan Officer

WIT: J. Craig
DATE: 9-33-25
Deanna L. Sager

design of the second of the se		
Units		63
Bid Package	Contractor	ပိ
General Conditions		1
Testing & Inspections Construction Staking	0	\$ 40,090.91
Site Survey/Civil	Infastructure Design Group (Allowance)	· 45
Soil Borings	Northern Technologies	↔ .
Building Demolition	مونيس مسيدا	
Asbestos	O CONSTRUCTION	\$ 550,127.27
Concrete - Waterproofing & Insulation	Herzog Coatings	1
Excavation	Clausen	
Precast Concrete - Materials / Erection	Gage Brothers	1,
Gyptrete Masonry	Offerfail Stucco and Stone	\$ 65,400.00
Steel - Erection	0	
Misc. Metals	Red River Fabricating	\$ 18,493.36
General W & L Rough Carpentry Labor	0	
General W & L Kough Carpentry Materials General W & L - Finish Carpentry Labor	0 0	\$ 286,500.00
General Work & Labor - Finish Carpentry Materials	0	
Millwork - Cabinets	Rusco Window Company	
Countertops - Kitchen & Bathroom	Fabricators Unlimited	39
Bathroom Vanities	By Owner (Allowance)	
Wood Components / Trusses Moisture Protections	U Dro Tor Boofing	
Building Insulation	RL Drywall & Insulation	\$ 166,090.91
ation &		
Metal Siding / Metal Panels	0	\$ 206,181.82
	0	\$ 24,818.18
Residential Wood Doors & Frames	Central Door & Hardware	\$ 139,606.00
Overhead Doors	Skold Specialty Contracting	16
Vinyl Windows	Rusco Window Company	Ĩ
Glass & Glazing	Fargo Glass & Paint	
Drywaii	RL Drywall & Insulation	
Painting / Staining		5 155,667.27
Fill Nail Holes	0	
Postal Specialties/Bike Rack/Door Markers	By Owner (Allowance)	\$ 16,609.09
Exterior Signage	By Owner (Allowance)	\$ 16,609.09
File Extiliguishers & Cabinets Calling Fans	In-State Specialties	
Closet Shelving	By Owner (Allowance)	12,01
Toilets/Accessories	By Owner (Allowance)	
Appliances & AC Units	Dugens	2
Kitchen Sinks/Faucets	By Owner (Allowance)	
Bath Faucets/Shower Heads	By Owner (Allowance)	
Bathroom Wilfrors Window Treatments	By Owner (Allowance)	
Conveying Systems	Thyssenkripp Flevators	
Building Sprinkler	Xtreme Fire Protection	\$ 87.790.00
Plumbing	0	4
HVAC	0	M
Electrical/Security System	0	\$ 463,909.09
Accrued Interest	0	
Site Fencing / Accessories / Dumpster Enclosure	By Owner (Allowance)	By CITY \$ 20.302.04
Site Utilities	By City	y City
Land	Craig Development	
Total Bid Packages		\$ 8,319,209.69
Commercial space Architect/Fngineer (6%)	Strop Architects	
General Contractor (10%)	Craig Development	
Site Supervision	Prevail	\$ 55,000,00



25	319	33-35	
KHIBIT	1.	6	Constitution of the second

Units Balance required for Construction		63.00			
Expenses Total to Complete		\$ 15,185,590.12 \$ 784,650.65			
oan (Net.) Inditional Amount Required		\$ 15,970,240.77			
	Contracto	Contractor	Amount Paid B	псе	
General Conditions festing & Inspections	11	\$ 411,440.90 \$ 61,120.86	\$ 401,684.91 \$	9,755,99	
oundation removal ite Survey/Civil	Clausen		\$ 193,400.00	(489.91)	
Soil Borings	121	45,076.70	\$ 45,076.70		
Concrete	moges 6	-	201	768.00	
Asbestos Concrete - Waterproofing & Insulation	0	\$ 133,360.00	S S	(20,209.60)	
excavation Precast Concrete - Materials / Erection	Clausen Gage Bro	\$ 754,396,51	45.45		
Gypcrete				40,095.63	
Move Utilites					
Misc. Metals General W & L Rough Carpentry Labor		\$ 18,493.36	\$ 5	3,679.56	
General W & L Rough Carpentry Materials	T 11		\$ 5		
General W & L - Finish Carpentry Labor General Work & Labor - Finish Carpentry Materials	VS D		s s		
Millwork - Cabinets Counterfors - Kitchen & Bathroom	W.	1	\$ 0		
Bathroom Vanitles	T me I		2 42	5	
Wood Componenets / Trusses Moisture Protections	100	\$ 828,311.28	\$ 797,660.36	\$ 30,650.92	
Building Insulation	L Drywa		vs s	\$ 162,312,50	
Metal Siding / Metal Panels	00	\$ 755,145.00	\$ 739,959.20	\$ (51,402.17)	
Sealants Commercial Doors, Frames & Hardware	0 Brians GI	S S	\$ \$1.526.69		
Residential Wood Doors & Frames	D&M	. w	\$ 366,534,08		
Overhead Doors Vinyl Windows	Skold Spe Rusco Wi	\$ 17,792.00	\$ 224,812.81		
Glass & Glazing Drywall	Freddys		\$ 541.700.00	\$ 200,000	
Carpet	0	\$ 107,541.88	\$		
Painting / Staining Fill Nail Holes	0 0	s s	s s	\$ 86,000.00	
Postal Specialties/Bike Rack/Door Markers	By Owner	13,609.00	S		
Externol organisms Fire Extinguishers & Cabinets	Tri-State:	0.40	\$ 8,703.55	5 5,493.21	
Ceiling Fans Closet Shelving	By Owner	\$ 15,815.27	ss	12	
Toilets/Accessories	By Owner	S	40.0		
Appliances of Accounts Kitchen Sinks/Faucets	By Owner	200	0.40	145	
Bath Faucets/Shower Heads. Bathroom Mirrors	By Owne	S	**	0.00	
Window Treatments	By Owner		200		
Conveying Systems Building Sprinkler	Thyssenk Xtreme F	w w	\$ 54,380.00 \$	\$ 79,057.50	
Plumbing	Watertig		S. C.		
Flectrical/Security System	O		A 40		
Accrued Interest Paving & Sidewalks	8v Citv	city	45 47		
Site Fencing / Accessories / Dumpster Enclosure	By Owne	28550.00	28,550.00	•	
Land	Craig Dev	CITY	975,000,000		
Total Bid Packages Commercial Space		\$ 13,986,787.06 \$	***	\$ 13,986,787.06	
Architect/Engineer (4%)	Stroh Art	45.4		40.4	
Site Supervision	Prevail	0.50	\$ 1,380,000.00	\$ 18,678.71	
TOTAL CONSTRUCTION COST SWORN CONSTRUCTION STATEMENT - CONTRACTOR	TOR	\$ 15	s	45	
State of					
Cass	1 0	+ -			
County of					
H				7	
11 E Cemb deposes and sa fundamental financing materials, equipping and/or developing	tys that the the Project.	above are the names of all and the amounts due and the	I a project commonly descri- parties having contracts for a o become due to cach of said	bed as the premium of	or services furnished
ushed in connection aing due or to become	sing materia	ils, equipping and/or develor her entity for work done, ma	bing the Project according to terials supplied or services fur	plans and specifications; that the nished in connection with constru	re are no other contra tetion. financing mater
the Project other than as stated herein.					
CONTRACTOR Chary Save	Come	ALLE			++
(Name of firm)		7			+0
Jesse Cur	-				
1					

RRSB Ruins 03593

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UNITED STATES BANKRUPTCY COURT DISTRICT OF NORTH DAKOTA

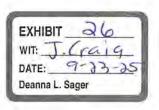
Case No.: 25-30004
Chapter 11

DECLARATION OF TERRY STROH (T.L. STROH ARCHITECTS, LTD.) CERTIFYING RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE 902(11)

STATE OF Arizona)) SS
COUNTY OF Maricopa	y

Terry Stroh, pursuant to 28 U.S.C. § 1746, hereby certifies as follows:

- I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
- I am the President of T.L. Stroh Architects, Ltd. ("Stroh") located in Fargo, North Dakota and have been employed by Stroh for 36 years. Stroh provides architectural services.
- 3. I am the records custodian for Stroh.
- 4. Stroh was subpoenaed for records in the lawsuit *Red River State Bank v. The Ruins, LLC, et. al.*, Codington County Circuit Court, South Dakota, Case No. 14CIV24-68. Stroh responded to the subpoena and provided documents as requested.
- I have personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Stroh provided architectural services for the Ruins Project.
- 6. I have personal knowledge of the construction of the mixed-use building located at 26 1st Ave. Watertown, South Dakota (the "Generations Project"). Stroh provided architectural services for the Generations Project.



- 7. I have personal knowledge of the construction of the Parkside Place apartment building located at 8 2nd St NE, Watertown, South Dakota (the "<u>Parkside Project</u>"). Stroh provided architectural services for the Parkside Project.
- 8. True and correct copies of Stroh's account statement and invoices for the Ruins Project are attached as **Exhibit A**.
- 9. True and correct copies of Stroh's account statement and invoices for the Generations Project are attached as **Exhibit B**.
- 10. True and correct copies of Stroh's account statement and invoices for the Parkside Project are attached as **Exhibit C**.
- 11. The documents attached as Exhibits A (Ruins Account Statement and Invoices), B
 (Generations Account Statement and Invoices), and C (Parkside Account
 Statement and Invoices) were made at or near the time of the events set forth therein
 by myself and other people with knowledge of those matters.
- 12. It was the regular practice of Stroh's business activities to make the records attached as **Exhibits A, B and C**.
- 13. The records attached as **Exhibits A, B, and C** were kept in the regular course of business activity.
- 14. I certify under penalty of perjury that the foregoing is true and correct.

Executed on 22 nd day of September, 2025.

Terry Stroh

4921-4936-2539 v. I

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Exhibit A T.L. Stroh Architects, Ltd.

The Ruins Project
Account Statement and Invoices

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9:52 AM 10/10/24 T.L. Stroh Architects, Ltd

All Transactions for Jesse Craig The Ruins 2021.07 All Transactions

Туре	Num	Date	Account	Amount
Invoice	5254	09/06/2022	1200 - Accounts Rec	21.550.00
Payment	141	05/12/2022	Bell Bank Savings	5.325.00
Invoice	5172	04/07/2022	1200 - Accounts Rec	5.325.00
Payment	39334	03/14/2022	Bell Bank Savings	409,450,00
Invoice Total	5105	12/16/2021	1200 - Accounts Rec,	409,450.00

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September 1, 2022

Craig Development PO Box 426 Fargo, ND 58107

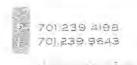
Re: The Ruins Apt Bldg - Watertown SD Job #2021.07

Total Amount Due	\$21,550.00
Northern Tech Report (\$5,325 pd)	\$0.00
Less amount billed to date	-\$409,450.00
100% completed to date	\$431,000.00
Fixed Fee	\$431,000.00

Please pay upon receipt.

Thank you.

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April 5, 2022

Craig Development PO Box 426 Fargo, ND 58107

Re: The Ruins Apt Bldg - Watertown SD Job #2021.07

Total Amount Due	\$5,325.00
Northern Tech Report	\$5,325.00
Less amount billed to date	-\$409,450.00
95% completed to date	\$409,450.00
Fixed Fee	\$431,000.00

Please pay upon receipt.

Thank you.

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3522 Alm Ayanua Roun Fargo, NO 5810 S P. 701 832 1817 | 1.1101 | 1.110

www.NTiged.com

INVOICE

Terry Stroh

TL Stroh Architects

87th St N

Fargo, ND 58102

March 27, 2020

Project No:

20.FGO09859.000

Invoice No:

34371

Due Date:

April 26, 2020

Total Budget

5,000.00

Project

20.FGO09859.000

Ruins Development

Email Invoice to terrys@tlstroh.com

Geotechnical Exploration and Engineering Review

Fee

5,000.00

Taxes

South Dakota State Tax

Watertown Local Tax

Total Taxes

4.50 % of 5,000.00

225.00

2.00 % of 5,000.00

100.00

325.00

325.00

PAYMENT DUE THIS INVOICE

\$5,325.00

Current

Prior

JTD Billings

Project Billings

5,325.00

0.00

5,325.00

Project Manager

Daniel Gibson

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December 16, 2021

Craig Development PO Box 426 Fargo, ND 58107

Re: The Ruins Apt Bldg - Watertown SD Job #2021.07

Fixed Fee \$431,000.00

95% completed to date \$409,450.00

Less amount billed to date \$0.00

Total Amount Due \$409,450.00

Please pay upon receipt.

Thank you.

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 91 Exhibits 22-28 Page 13 of 189 Entered 09/22/25 16:41:42 Desc Main Document Page 9 of 19

Exhibit B T.L. Stroh Architects, Ltd.

Generations Project
Account Statement and Invoices

Case 25-30004 Doc 91 Filed 09/22/25 Entered 09/22/25 16:41:42 Desc Main Document Page 10 of 19

T.L. Stroh Architects, Ltd

All Transactions for Jesse Craig Generations 2020.26
All Transactions

9:55 AM

10/10/24

Туре	Num	Date	Account	Amount
Payment	38198	06/23/2021	Alerus (savings)	52,500.00
Invoice	4916	05/13/2021	1200 · Accounts Rec	52,500.00
Payment	37889	04/27/2021	Alerus (savings)	157,500,00
Payment	37704	03/16/2021	Alerus (savings)	87,500.00
Invoice	4839	02/04/2021	1200 - Accounts Rec	157,500.00
Payment	37390	01/21/2021	Alerus (savings)	52,500.00
Invoice	4823	01/04/2021	1200 - Accounts Rec	87,500.00
Invoice	4807	12/08/2020	1200 · Accounts Rec	52,500,00
Credit Memo	4806	12/07/2020	1200 · Accounts Rec	-5,000.00
Invoice Total	4668	06/05/2020	1200 - Accounts Rec	5,000.00

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May 5, 2021

Remit to:

T.L. Stroh Architects, Ltd

Billing No. 4 (#2020.26) Generations

8 Seventh St. N. Fargo, ND 58102

Craig Development

Box 426

Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & En	gineering Fee:			
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	×	\$350,000.00	\$52,500,00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	×	\$350,000.00	\$157,500,00
Big/Neg.	15%	×	\$350,000.00	\$52,500.00
				\$350,000.00

Percentage Amounts Due	this Request:				
Schematic Design	100%	X	\$52,500.00	\$52,500.00	
Design Development	100%	x	\$87,500.00	\$87,500.00	
Constr. Documents	100%	×	\$157,500.00	\$157,500.00	
Bid/Neg.	100%	×	\$52,500.00	\$52,500.00	
Total				\$350,000.00	
Less bille	ed to date			-\$297,500.00	
Subtotal					\$52,500.00

Additional Services:		
Previous Amt Billed	\$0.00	
Subtotal		\$0.00

Reimbursable	e Expenses:			
	Printing of Plans and	Specs	\$0.00	
	Postage/shipping costs	S	\$0.00	
	Billed to Date	\$0.00		
Subtotal				\$0.00

TOTAL AMOUNT DUE

1.5911

\$52,500.00

Total amount due within 15 days from date of statement.



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February 3, 2021

Remit to:

T.L. Stroh Architects, Ltd

Billing No. 3 (#2020.26) Generations

8 Seventh St. N. Fargo, ND 58102

Craig Development Box 426

Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & Engi	neering Fee:			
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	x	\$350,000.00	\$52,500.00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	×	\$350,000.00	\$157,500.00
Big/Neg.	15%	x	\$350,000.00	\$52,500.00
7				\$350,000.00

Percentage Amounts Due	this Request:				
Schematic Design	100%	x	\$52,500.00	\$52,500.00	
Design Development	100%	x	\$87,500,00	\$87,500.00	
Constr. Documents	100%	x	\$157,500.00	\$157,500.00	
Bid/Neg.	0%	x	\$52,500.00	\$0.00	
Total				\$297,500.00	
Less billed	to date			-\$140,000.00	
Subtotal					\$157,500.00

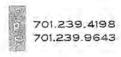
Additional Services:		
Previous Amt Billed	\$0.00	
Subtotal		\$0.00

Reimbursabl	e Expenses:			
	Printing of Plans and	Specs	\$0.00	
Postage/shipping costs		S	\$0.00	
	Billed to Date	\$0.00		
Subtotal				\$0.00

TOTAL AMOUNT DUE

\$157,500.00

Total amount due within 15 days from date of statement.





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January 4, 2021

Remit to:

T.L. Stroh Architects, Ltd

8 Seventh St. N. Fargo, ND 58102

Billing No. 2 (#2020.26) Generations

Craig Development

Box 426

Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & En	gineering Fee:			
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	×	\$350,000.00	\$52,500.00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	x	\$350,000.00	\$157,500.00
Big/Neg.	15%	×	\$350,000.00	\$52,500.00
D15/ 1106.				\$350,000.00

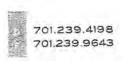
Percentage Amounts Due t	this Request:				
Schematic Design	100%	×	\$52,500.00	\$52,500.00	
Design Development	100%	×	\$87,500.00	\$87,500.00	
Constr. Documents	0%	×	\$157,500.00	\$0.00	
Bid/Neg.	0%	×	\$52,500.00	\$0.00	
Total				\$140,000.00	
Less billed	to date			-\$52,500.00	
Subtotal					\$87,500.00

Additional Services:		
Previous Amt Billed	\$0.00	
Subtotal		\$0.00

Reimbursabl	e Expenses:			
(tolling all sale)	Printing of Plans and	Specs	\$0.00	
	Postage/shipping costs		\$0.00	
	Billed to Date	\$0.00		
Subtotal				\$0.00

TOTAL AMOUNT DUE \$87,500.00

Total amount due within 15 days from date of statement.



Bige Length Street Ni Forgo, ALD EDIVIT



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December 7, 2020

Remit to:

T.L. Stroh Architects, Ltd

Billing No. 1 (#2020.26) Generations

8 Seventh St. N. Fargo, ND 58102

Craig Development

Box 426

Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & Engi	neering Fee:			
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	х.	\$350,000.00	\$52,500.00
Design Development	25%	×	\$350,000.00	\$87,500.00
Constr. Documents	45%	x	\$350,000.00	\$157,500.00
Big/Neg.	15%	X	\$350,000.00	\$52,500.00
				\$350,000.00

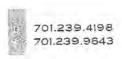
Percentage Amounts Due t	his Request:				
Schematic Design	100%	x	\$52,500.00	\$52,500.00	
Design Development	0%	×	\$87,500.00	\$0.00	
Constr. Documents	0%	×	\$157,500.00	\$0.00	
Bid/Neg.	0%	x	\$52,500.00	\$0.00	
Total				\$52,500.00	
Less billed	to date			\$0.00	
Subtotal					\$52,500.00

Additional Services:		
Previous Amt Billed	\$0.00	
Subtotal		\$0.00

Reimbursable	Evnancas:			
Reimbursauli			\$0.00	
	Printing of Plans and	Specs	\$0.00	
	Postage/shipping costs	5	\$0.00	
	Billed to Date	\$0.00		
Subtotal				\$0.00

TOTAL AMOUNT DUE \$52,500.00

Total amount due within 15 days from date of statement.





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Exhibit C T.L. Stroh Architects, Ltd.

Parkside Project **Account Statement and Invoices** Case 25-30004 Doc 91 Filed 09/22/25 Entered 09/22/25 16:41:42 Desc Main Document Page 16 of 19

T.L. Stroh Architects, Ltd

9:55 AM

10/10/24

All Transactions for Jesse Craig Watertown Parkside 2020.25

All Transactions

Туре	Num	Date	Account	Amount
Payment	37389	01/21/2021	Alerus (savings)	58,450.00
Payment	36928	11/03/2020	Alerus (savings)	66,800,00
Payment	36507	10/15/2020	Alerus (savings)	41,750.00
Invoice	4769	10/06/2020	1200 - Accounts Rec	58.450.00
Invoice	4730	08/11/2020	1200 - Accounts Rec	66.800.00
Invoice Total	4669	06/09/2020	1200 - Accounts Rec	41,750,00

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701.239.4198 701.239.9643

8 Seventh Street N Fargo, ND 58102



October 2, 2020

Craig Holdings PO Box 426 Fargo, ND 58107

Re: Watertown Parkside (No Const Admin Services in Fee) (Services in September)

Fixed Fee

\$167,000.00

100% completed to date

\$167,000.00

Less amount billed to date

-\$108,550.00

Total Amount Due

\$58,450.00

Please pay upon receipt.

Thank you.

1-30 days	31-60 days	61-90 dys	
	\$66,800.00	\$41,750.00	

in gald

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701.239.4198 701.239.9643

8 Seventh Street N Fargo, ND 58102



August 5, 2020

Craig Holdings PO Box 426 Fargo, ND 58107

Re: Watertown Parkside Arch/Eng Services

Fixed Fee \$167,000.00

65% completed to date \$108,550.00

Less amount billed to date -\$41,750.00 1 Walle

\$66,800.00 Total Amount Due

Please pay upon receipt.

Thank you.

1-30 days	31-60 days	61-90 dys	
	\$41,750.00		

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701.239.4198

8 Seventh Street N Fargo, ND 58102



June 3, 2020

Craig Holdings PO Box 426 Fargo, ND 58107

Re: Watertown Parkside Arch/Eng Services

Fixed Fee \$167,000.00

25% completed to date \$41,750.00

Less amount billed to date \$0.00

Total Amount Due \$41,750.00

2 11 / N= 1.

Please pay upon receipt.

Thank you.

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UNITED STATES BANKRUPTCY COURT DISTRICT OF NORTH DAKOTA

Case No.: 25-30004
Chapter 11

DECLARATION OF RYLAN OJALA (WATERTIGHT, INC.) CERTIFYING RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE 902(11)

STATE OF SOUTH DAKOTA)
) 5
COUNTY OF CODINGTON	1

Rylan Ojala, pursuant to 28 U.S.C. § 1746, hereby certifies as follows:

- I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
- I am the President of Watertight, Inc. ("Watertight") located in Castlewood South Dakota and have been employed by Watertight since 2015. Watertight provides plumbing goods and labor.
- 3. I am the records custodian for Watertight.
- 4. I have personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Watertight provided plumbing goods and labor for the Ruins Project.
- 5. I have personal knowledge of the construction of the mixed-use building located at 26 l 1st Ave. Watertown, South Dakota (the "Generations Project"). Watertight provided plumbing goods and labor for the Generations Project.
- 6. A true and correct copy of Watertight's Statement of Claim for Mechanic's, Materialman's, or Laborer's Lien dated February 14, 2023 with respect to the Ruins Project (the "Watertight Lien") is attached as Exhibit A. True and correct copies of Watertight's payment applications for the Ruins Project are included as exhibits to the Watertight Lien.



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- 7. True and correct copies of Watertight's Estimate and Invoices for the Ruins Project are attached as **Exhibit B**.
- 8. True and correct copies of Watertight's Payment records for the Ruins Project are attached as **Exhibit C**.
- True and correct copies of Watertight's Payment Applications for its work performed on the Generations Project are attached as <u>Exhibit D</u>.
- True and correct copies of Watertight's Estimate and Invoices for work performed on the Generations Project are attached as <u>Exhibit E</u>.
- 11. True and correct copies of Watertight's Payment records for the Generations Project are attached as **Exhibit F**.
- 12. The documents attached as Exhibits A (Watertight Lien), B (Watertight-Ruins Estimate and Invoices), C (Watertight-Ruins Payments), D (Watertight-Generations Payment Applications), E (Watertight-Generations Estimate and Invoices), and F (Watertight-Generations Payments) were made at or near the time of the events set forth therein by myself and other people with knowledge of those matters.
- It was the regular practice of Watertight's business activities to make the records and/or to keep copies from information transmitted by attached as <u>Exhibits A, B, C,</u> <u>D, E, and F.</u>
- The records attached as <u>Exhibit A, B, C, D, E, and F</u> were kept in the regular course of business activity.
- I certify under penalty of perjury that the foregoing is true and correct.

Executed on _____ day of September, 2025.

Rylan Ojala

4914-8850-3398 v.1

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Exhibit A

Watertight, Inc.

Watertight Lien

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This instrument prepared by:

A.J. Swanson of ARVID J. SWANSON P.C. 27452 482nd Ave, Canton, SD 57013 605-743-2070 6351-001 (Ver. F-1)



INSTRUMENT NO. 202300499 Pages: 30 BOOK: 2023 MECHANICS LIEN PAGE: 68

2/24/2023 10:05:00 AM

nkasmusen

ANN RASMUSSEN, REGISTER OF DEEDS CODINGTON COUNTY, SOUTH DAKOTA Recording Fee: 30.00 Return To: REGISTER OF DEEDS

STATEMENT OF CLAIM FOR MECHANIC'S, MATERIALMAN'S OR LABORER'S LIEN ON REAL PROPERTY

Notice is hereby given that WATERTIGHT, INC. (South Dakota Secretary of State # DB060253), of 18273 464th Ave., Castlewood, SD 57223 (hereinafter "Claimant") intends to claim and hold a lien, in the amount herein described, for the value of work now completed as further described in Section 1, together with interest added thereon at the statutory or contract rate (10%, based on Category B, SDCL 53-3-16, from the date of Claimant's submitted but unpaid work progress applications and retainage, arising out of that "estimate," for plumbing goods and labor for installation thereof (the "Plumbing System Work" or "Work"), for supplying and installing such system in accordance with the plans drawn by others and installed within a new 63-unit residential structure being further constructed by others (the "Project") upon the real property herein described, having an address of 315 E. Kemp Ave., Watertown, SD 57201, now owned by "Owner," as named following. The lien described and as herein claimed is presently in the amount of \$188,338.35, an amount unpaid and based on current state of completion, plus retainage of \$58,838.35 (total of \$247,176.70), or in the alternative, in the full amount of \$750,235.00 (less the cumulative amounts of the five payments reflected in Subsections B to F, inclusive, of Section 1, following), should Claimant be required, or further agrees, to complete the Work.

Section 1 (Plumbing System Work Performed by Claimant):

- A. Claimant's Statement of Claim arises from the Plumbing System Work for benefit of the Project, for the estimated cost of \$750,235.00, as directed to Craig Properties, LLC (Watertown, SD) as accepted by one Jesse Craig on April 25, 2022 ("Obligor"), a true copy being annexed hereto as "Exhibit A." The proposal is inclusive of both materials and labor, as described, without further differentiation, and further provides that ten (10) percent down is "required within 60 days of signed contract." As Owner and Obligors neither suggested nor required any formal contract, Claimant is of the view the bid with acceptance by Jesse Craig on April 25, 2022 is the contract for the Plumbing System Work.
- B. Claimant, by Payment Application # 1, dated May 18, 2022, requested payment of \$75,023.50 (being 10% of the bid), less retainage of \$7,502.35, for net payment due of \$67,521.15; a true copy of Payment Application # 1 is annexed hereto as Exhibit B. This amount was paid to and received by Claimant July 20, 2022.
- C. Claimant, by *Payment Application # 2*, dated July 25, 2022, requested payment of \$67,500.00, net of retainage; a true copy of Payment Application # 2 is annexed as <u>Exhibit C</u>. This amount was paid and received by Claimant on August 19, 2022.
- D. On or about August 2, 2022, Obligor Craig Development, LLC, paid Claimant the sum of \$75,023.50, although Payment Application # 3 had not yet been prepared or submitted; under the circumstances, Obligor instructed Claimant to not submit # 3; the document annexed as Exhibit D merely recounts the fact of payment and retainage at the time and in the amount described in this Subsection D.

- E. Claimant, by *Payment Application # 4*, dated August 22, 2022, requested payment of \$67,500.00, net of retainage; a true copy of Payment Application # 4 is annexed as <u>Exhibit E</u>. This amount was paid to Claimant on September 27, 2022.
- F. Claimant, by Payment Application # 5, dated September 22, 2022, requested payment of \$67,500.00, net of retainage; a true copy of Payment Application # 5 is attached as Exhibit F. This amount was paid to Claimant on December 14, 2022.
- G. Claimant, by Payment Application # 6, dated October 19, 2022, requested payment of \$67,500.00, net of retainage; a true copy of Payment Application # 6 is attached as Exhibit G. No amount of Payment Application # 6 has been paid to Claimant as of the date of this Statement.
- H. Claimant, by *Payment Application # 7*, dated November 18, 2022, requested payment of \$67,500.00, net of retainage; a true copy of Payment Application # 7 is attached as <u>Exhibit H</u>. No amount of Payment Application # 7 has been paid to Claimant as of the date of this Statement.
- I. Claimant, by Payment Application # 8, dated December 19, 2022, requested payment of \$49,500.00, net of retainage; a true copy of Payment Application # 8 is attached as Exhibit I. No amount of Payment Application # 8 has been paid to Claimant as of the date of this Statement.
- At the date of this Statement, based on the seven (7) Payment Applications identified above, plus J. the additional payment described in Subsection D, Claimant has completed Plumbing System Work of the value of \$588,383.35, with \$58,838.35 being assigned to retainage. Of the balance billed to Obligor thus far (namely, \$533,383.00) Claimant, to date, has received payments in the total amount of \$345,044.65 (unpaid balance being \$188,338.35). Claimant continued to provide Plumbing System Work after the date of Payment Application # 8, with Claimant's last material contribution being on December 1, 2022. On that date, Claimant's wholesale supplier, P&H Wholesale, Sioux Falls, delivered to Owner's site the two (2) large water heaters as are listed on the first page of Exhibit A, under the heading of "mechanical" these items were included in Payment Application #8 (Exhibit I). However, further installation had to be deferred, as the roof over the mechanical room remained unfinished and was not weatherproof; these units were stored in a locked garage on site, under Owner's control. Further, Claimant elected to cease further Plumbing System Work on Owner's Project, due to Owner's or Obligor's unsatisfactory track record. Payments were repeatedly promised, but never received. Claimant is willing and able to return to the Project to complete the work in question, provided a satisfactory, reliable payment system for completing the Plumbing System Work is put in place.

Section 2. (Summary of Present Claim): Collectively, Obligors (as identified in Section 3) are indebted to Claimant for the Plumbing System Work in the amount of \$188,338.35 (as further referenced in Section 1(J), above), this being the amount due and unpaid for the work completed, plus retainage of \$58,838.35.

Section 3 (Identity of Claimant, Obligors, Contribution Dates, Property Description & Owner):

- A. The name and post office address of Claimant is: WATERTIGHT, INC., 18273 464th Ave., Castlewood, SD 57223
- B. The name and post office address of the Obligors for whom the Work was furnished are: PREVAIL LLC, 10 N. Broadway, # 103, Watertown, SD 57201
 PREVAIL BUILD, 100 E. Kemp Ave., Suite E, Watertown, SD 57201
 BUILD, LLC, 100 E. Kemp Ave., Suite E, Watertown, SD 57201
 CRAIG HOLDINGS, LLC., P.O. Box 426, Fargo, ND 58107-0426
 CRAIG PROPERTIES, LLC., P.O. Box 426, Fargo, ND 58107-0426

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CRAIG DEVELOPMENT, LLC., P.O. Box 426, Fargo, ND 58107-0426

C. The date on which the first item of Claimant's contribution for which claim is hereby made was on or about April 25, 2022, with Claimant's last contribution being made on December 1, 2022. The real property to be charged with the lien is now legally described as:

THE RUINS ADDITION TO THE CITY OF WATERTOWN, CODINGTON COUNTY, SOUTH DAKOTA, ACCORDING TO THE RECORDED PLAT THEREOF.

D. That the name and address of the owner of interest ("Owner") in the aforementioned property at the time of making this statement according to the best information Claimant has available is:

THE RUINS, LLC, 10 N. Broadway, # 103, Watertown, SD 57201

E. An itemized statement of the account upon which the lien is claimed is provided in the several invoices, as further referenced above, and being marked as <u>Exhibits B through I</u>, inclusive, each being annexed hereto, and reflecting the unpaid balance (per the original bids for the Work described, of \$195,861.85, plus retainage of \$58,838.35, said amounts being inclusive of Work all performed to date, but does not include (a) the value of work performed following the date of Payment Application # 8, or (b) any further, future Plumbing System Work to the stage of completion.

Acknowledgement:

Dated: 02/14/2023

WATERTIGHT, INC. (Claimant)

By: Rylan Ojala, President

State of South Dakota, County of Codington) ss.

On date written below, before me, a Notary Public, personally appeared Rylan Ojala, known to me to be the President of WATERTIGHT, INC., as described in and that executed the within instrument (Statement of Claim for Lien) and acknowledged to me that such entity executed the same.

Date: 02/14/2023

NOTARY PUBLIC - SOUTH DAKOTA

My Commission Expires:

12/07/2028

Verification:

State of South Dakota, County of Codington) ss.

Rylan Ojala, being first duly sworn, states and affirms that he is the President of WATERTIGHT, the state lien claimant within the foregoing Statement of Claim for Lien; that he has read said statement and knows the contents thereof; that he has knowledge of all the facts therein stated, and that said statement is in all respects true.

Rylan Ojala, President

WATERTIGHT, INC. (Claimant)

Subscribed and sworn to before me this date: 0414/2023

My Commission Expires: 12/07/2028

NOTARY PUBLIC - SOUTH DAKOTA

(SEAL)

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Separate Certificates of Service of this Statement of Claim upon Obligors (by First Class Mail) and Owner (Certified Mail), following, are completed only for the original instrument recorded with Register of Deeds, Codington County, South Dakota

Certificate of Service as to Obligors (First Class Mail):

Undersigned certifies that a true copy of the foregoing lien statement (with all identified attachments) was mailed to each of the Obligors as are identified in Section 3(B), by means of first-class mail, by mailing at a facility of the U.S. Postal Service at Harrisburg, South Dakota, the date below written:

Date: February 21, 2023

Janna Severson, Legal Assistant ARVID J. SWANSON, P.C. 27452 482nd Ave. Canton, SD 57013 (605) 743-2070

Certificate of Service as to Owner (Certified Mail, Return Receipt Requested):

Pursuant to SDCL §44-9-17, the undersigned says that on the date below stated, a true copy of the foregoing lien statement (with all identified attachments) was mailed to the Owner identified above, at said Owner's last known address, as listed in Section 3(D), by certified mail, return receipt requested, at a facility of the U.S. Postal Service at Harrisburg, South Dakota, the post office receipt being affixed immediately following:



Date: February 21, 2023

Janna Severson, Legal Assistant
ARVID J. SWANSON P.C.
27452 482nd Ave.
Canton, SD 57013
(605) 743-2070

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Errata Note by Instrument Preparer:

The reference to the unpaid balance in Section 3E, at page 3, line four, in lieu of \$195,861.85, being correctly stated in the opening paragraph and in Section 1J and again in Section 2, is corrected to read:

"\$188,338.35, plus retainage of \$58,835.35, said amounts being inclusive of all Work performed to date, but does not include(a) the value of work performed following the date of Payment Application # 8, or (b) any further, future Plumbing System Work to the stage of competition."

AJS

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Watertight Inc.

18273 484th Äve Cestlewood, SD 57223 (805) 237-1221 watertightcorp@gmall.com



Estimate

ADDRESS
Craig Properties
315 East Kemp
Watertown, SD 57201

ESTIMATE DATE EXPIRATION DATE

The Ruins /1382 03/24/2022 04/25/2022

DATE

ACTIVITY

QTY

RATE

AMOUNT

Sales

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seet and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moon T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

 84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanicat

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

Striem OS-100 gpm sand/oil separator.
 Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet, ground floor, 2nd floor, 3rd floor, 4th floor.

750,235.00

750,235,00

will t

Page 1 of 2

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- 1 Floor drain in trash room on ground level only.
- 1 Plumbing for shut off's in mechanical room for each

floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

- 7 Wall mount toilets ADA elongated.
- 7 Wall mount carriers.
- 7 1955CTBP 000 White Elongated plastic seat.
- 7 Handle flush valves.
- 2 Trimbrook Urinals with Handle flush valves.
- 7 Delta 501-DST lay faucets.
- 7 Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.
- 7 760W-1 1-1/4 17G Offset Gr Drain.
- 5 36" grab bars.
- 5 42" grab bars.
- 1 EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the tollets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk Insurance

figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by

different company.

X-Temporary heat, de-watering, and replacing

unsultable soil not included.

10 percent down required with in 60 days of signed contract. THIS BID EXPIRES ON THIS DATE 04/25/2022.

To go with a OT-500 oil sand separator as spec'd on plans the bid

price would go to \$760,000.

SUBTOTAL

TAX

750,235.00

0.00

TOTAL

\$750.235.00

Accepted By

Accepted

accepts by: Jesse Cy 4-25-22

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EXHIBIT B

Claimant's Payment Application # 1 (May 18, 2022), Annexed

> \$67,521.15 Net of Retainage

> > Paid

PAYMENT APPLICATION To: Craig Properties	PROJECT:	The Ruin	s Application #	1	Distribution To:	
1405 1st Ave N		315 E Ker		4/25/2022	Watertight, Inc	
Fargo ND 58102		Watertown SD	57201 Period End	5/25/2022	18273 464th Ave	
10.50 (10.00)			Application Date	5/18/2022	Castlewood, SD 57223	
FROM: Watertight, Inc.			Subcontract #;			
18273 464th Ave			Date of Contract			
Castlewood, SD 572	23					
FOR:						
CONTRACTORS SUMMARY	OF WORK		Contractor's signature below is hi	s assurance to Owner, conce	ming the payment herein applied for, that: (1)	
Application is made for payment as shown be	low.		Contractor under the Contract has	ve been used to pay Contract	uments. (2) all sums previously paid to tor's cost for labor, materials and other	
Continuation Page is Attached		a state	obligations under the Contract for	Work previously paid for, and	d (3) Contractor is legally entitled to this	
CONTRACT AMOUNT		\$ 750,235.00	payment:			
2 SUM OF ALL CHANGE ORDERS			CONTRACTOR:			
SUM OF ALL CHANGE ORDERS	-		00,17(0,1070)			
3 CURRENT CONTRACT AMOUNT (Line	e 1 + Line 2)	\$750,235.00	By: Chris Serie		Date:5/18/202	
(Column G on Continuation Page)	-	\$ 75,023.50				
5 RETAINAGE:		-				
a. 10% of completed work (Columns D+E on Continuation Page)	\$ 7,502.	35_				
b. 10% of Material Stored						
(Column F on Continuation Page)						
Total Retainage (Line 5a + 5b or						
column I on Continuation Page)		\$7,502.35	ro aleman			
6 TOTAL COMPLETED AND STORED LES	SRETAINAGE	\$67,521.15	Certification			
(Line 4 Minus Line 5 Total)			The construction Manager and A	rchitect's signatures below are	e their assurance to Owner, concerning the	
7 LESS PREVIOUS PAYMENT APPLICATIONS \$ - (Line 6 from Prior Application) 8 PAYMENT DUE \$67,521.1		\$.	normant harein applied for that:	ork represented by this Application, 2, Such		
			work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Ma			
		\$67,521.15	and Architect know of no reason	why payment should not be n	nade.	
9 BALANCE TO COMPLETION	\$682,713	85	Certified Amount		Date:	
(Line 3 Minus Line 6)						
SUMMARY OF CHANGE ORDER	Additions	Deductions	(If the certified amount is different	t from the payment due, you	should attach an explanation. Initial all figure	
Total changes approved in previous			GENERAL CONTRACTOR:			
months			Ву:		Date:	
the second second second		1	ARCHITECT:		Date:	
Total changes approved this month		10/4	By:	and applied for boards to seek		
TOTALS	\$0.00	\$0,00	only to Contractor, and is without	prejudice to any rights of Ow	gnable or negotiable. Payment shall be made mer or Contractor under the Contract	
NET CHANGES	\$0.00		Documents or otherwise.		A CONTRACTOR OF THE PROPERTY O	

The Ruins Payment Request.xlsx

RRSB Ruins 03603

CONTINUATION PAGECase 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main

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APPLICATION #
DATE OF APPLICATION
PERIOD THRU

2

Payment application containing Contractor's signature is attached.

SUBCONTRACT# C D F G В E Н COMPLETED WORK TOTAL BALANCE STORED PERCENT COMPLETED AND STORED (D+E+F) TO COMPLETIO TEM SCHEDULED AMOUNT WORK DESCRIPTION RETAINAGE AMOUNT MATERIALS COMPLET AMOUNT **PREVIOUS** THIS PERIOD (NOT IN D OR E) E (G/C) N (C-G) PERIODS Billing for 10% of project 01 \$ 750,235,00 75,023.50 75,023.50 10% \$ 675,211.50 7,502.35 03 \$ 04 5 05 \$ \$ \$ 07 \$ 80 5 \$ 09 \$ \$ 10 11 ş \$ 12 \$ \$ 13 \$ \$ \$ 15 \$ \$ 16 \$ \$ 17 \$ \$ 18 5 19 \$ \$ 20 \$ \$ 26 \$ \$ 27 \$ 28 \$ 5 29 \$ 30 \$ \$ 31 32 \$ \$ 33 \$ 34 \$ \$ 35 36 \$ \$ 37 \$ SUB-TOTALS \$ 750,235.00 \$ \$ 75,023.50 \$ 75,023.50 10% \$ 675,211.50 \$ 7,502.35

The Ruins Payment Request.xlsx

RRSB Ruins 03604

2 of

EXHIBIT C

Claimant's Payment Application # 2 (July 25, 2022), Annexed

> \$67,500.00 Net of Retainage

> > Paid

PAYMENT APPLICATIO		Danur	09/22/25 nent P	age 16 of 126	2/25 16:39:43 E	A to conference of	2.72
TO: Craig Propertie		The Rui		Application #	2		ution To:
1405 1st Ave N		315 E Ke		Period Start	5/25/2022		tight, Inc
Fargo ND 5810	2	Watertown S	D 57201	Period End	7/25/2022	7.000.0	464th Ave wood, SD 57223
FROM: Watertight, Inc				Application Date Subcontract #:	7/25/2022	Castle	W000, SD 5/223
FROM: Watertight, Inc 18273 464th Av				Date of Contract			
Castlewood, SD 5				Date of Contract			
FOR:	LLO						
CONTRACTORS SUMMAR	Y OF WORK		Contractor's	signature below is his :	assurance to Owner, cond	eming the payment herei	applied for that: (1)
Application is made for payment as shown	below.		the Work has	s been performed as re	quired in the Contract Do	cuments, (2) all sums pre-	viously paid to
Continuation Page is Attached						ctor's cost for labor, mater nd (3) Contractor is legally	
1 CONTRACT AMOUNT		\$ 750,235.00	payment.	-Dr. +B/G-MG03 B /			
2 SUM OF ALL CHANGE ORDERS			CONTRACT	OR:			
3 CURRENT CONTRACT AMOUNT (L	ine 1 + Line 2)	\$750,235.00	Ву:	Chris Serie		Date:	7/25/2022
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 150,023.50					
5 RETAINAGE:							
a. 10% of completed work (Columns D+E on Continuation Page	\$ 9,752	.35					
b. 10% of Material Stored (Column F on Continuation Page)	\$5,250	.00					
Total Retainage (Line 5a + 5b or							
column I on Continuation Page)		\$15,002.35					
6 TOTAL COMPLETED AND STORED LE	SS RETAINAGE	\$135,021.15	Certific	ation			
(Line 4 Minus Line 5 Total)							
7 LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application)	rions	\$ 67,521.15	payment her work has be	ein applied for, that: 1. en completed to the ext	They haveinspected the Vitent indicated in this applicated	tre their assurance to Owr Work represented by this A cation, 3, this Application	Application, 2. Such for Payment
8 PAYMENT DUE		\$67,500.00			nk completed and paymen ny payment should not be	nt due therefor, and 4. Cor made.	struction Manager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$615,213	.85	Certified An	nount		Date:	
5.50 0.0 0.50 0.00 0.00 0.00 0.00 0.00	2.4 00	W. Marine	1000	Andrew March	The Control of the Control	A Table 2 of the	
SUMMARY OF CHANGE ORDER	Additions	Deductions			rom the payment due, you	should attach an explana	tion. Initial all tigures
Total changes approved in previous months		1 = =	By:	CONTRACTOR:		Date:	
III III III III III III III III III II			ARCHITECT				
Total changes approved this month			By:			Date:	
TOTALS	\$0.00	\$0.00	Neither this	Application nor paymen	nt applied for herein is ass	ignable or negotiable. Pa	yment shall be made
NET CHANGES	\$0.00		only to Conti Documents		rejudice to any rights of O	wner or Contractor under	the Contract

CONTINUATION PAGE

Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main

APPLICATION #

2

DATE OF APPLICATION PERIOD THRU

Payment application containing Contractor's signature is attached.

SUBCONTRACT# A В C D E G H COMPLETED WORK TOTAL BALANCE STORED PERCENT SCHEDULED COMPLETED AND STORED ITEM TO COMPLETIO AMOUNT WORK DESCRIPTION AMOUNT MATERIALS COMPLET RETAINAGE AMOUNT PREVIOUS PERIODS THIS PERIOD (NOT IN D OR E) E (G/C) (D+E+F) N (C-G) 01 Billing for 10% of project 75023.5 \$ 750,235.00 \$ 675,211.50 75,023.50 10% 7,502.35 02 Showers and rough in materials 52,500.00 52,500.00 5.250.00 03 Groundwork \$ 22,500.00 5 22,500.00 600,211.50 2,250.00 04 \$ \$ 05 \$ \$ 06 \$ \$ 07 \$ \$ 08 \$ \$ 09 5 10 \$ \$ 11 \$ \$ 12 \$ \$ 13 \$ 14 \$ \$ 15 \$ \$ 16 \$ \$ 17 \$ \$ 18 \$ \$ 19 \$ \$ 20 \$ \$ 26 \$ \$ 27 \$ \$ 28 \$ \$ 29 \$ \$ 30 \$ \$ 31 \$ \$ 32 \$ \$ 33 \$ 5 34 \$ \$ 35 \$ \$ 36 \$ \$ 37 \$ \$ 38 SUB-TOTALS \$ 750,235.00 | \$ 75,023.50 | \$ 22,500.00 | \$ \$ 15,002.35 RRSB Ruins 03607 52,500.00 \$

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 90 Exhibits 20/28/25 Page 40 01/89/2/25 16:39:43 Desc Main Document Page 18 of 126

EXHIBIT D

Obligor Craig Development LLC Paid
Claimant the sum of \$67,500.00,
net of 10% Retainage
(August 18, 2022)
(There is no Payment Application # 3)

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 95 xhibits 25/28/25 Page 14-27 1892/25 16:39:43 Desc Main Document Page 19 of 126

EXHIBIT E

Claimant's Payment Application # 4 (August 22, 2022), Annexed

> \$67,000.00 (Net of Retainage)

> > Paid

PAYMENT APPLICATION ase	25-30004 Doc 90	Document			16:39:43 Desc I	viain	
TO: Craig Properties 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223	PROJECT;	The Rui 315 E Ke Watertown S	mp	Application # Period Start Period End Application Date Subcontract #: Date of Contract	4 7/25/2022 8/25/2022 8/22/2022	Waterti 18273	ution To: ight, Inc 464th Ave wood, SD 57223
FOR: CONTRACTORS SUMMARY OF V	MODIC						
Application is made for payment as shown below. Continuation Page is Attached 1 CONTRACT AMOUNT 2 SUM OF ALL CHANGE ORDERS	NORK	\$ 750,235.00	the Work I Contractor	nas been performed as re under the Contract have under the Contract for V	equired in the Contract Doe been used to pay Contra	perming the payment herein cuments, (2) all sums previctor's cost for labor, materi nd (3) Contractor is legally	iously paid to als and other
3 CURRENT CONTRACT AMOUNT (Line	e 1 + Line 2)	\$750,235.00	Ву	Chris Serie		Date:	8/22/202
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 308,383.00					
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column on Continuation Page)	\$ 30,838	\$30,838.35					
6 TOTAL COMPLETED AND STORED LESS RETA	INAGE	\$277,544.85	Certifi	cation			
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)		\$ 210,044.85	payment h work has b	erein applied for, that: 1. been completed to the ex	They haveinspected the V tent indicated in this applic	ore their assurance to Owner Nork represented by this Application for the their state of the their states	opplication, 2. Such or Payment
8 PAYMENT DUE		\$67,500.00			y payment should not be		struction Mariager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$472,690	35	Certified A	Amount		Date:	
SUMMARY OF CHANGE ORDERS	Additions	Deductions	A Section of the second	ified amount is different for	rom the payment due, you	should attach an explanat	ion. Initial all figures
Total changes approved in previous months			Ву:			Date:	
Total changes approved this month			ARCHITEC By:	OT:		Date:	
TOTALS	\$0.00	\$0.00	Neither this	s Application nor paymen	t applied for herein is assi	ignable or negotiable. Pay wner or Contractor under the	ment shall be made
NET CHANGES	\$0.00			s or otherwise.	ejudice to any rights of Ch	miles of Contractor under tr	ie contract

CONTINUATION PAGE

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APPLICATION # DATE OF APPLICATION

PERIOD THRU

2

Payment application containing Contractor's signature is attached.

A	В	C	D	E	F	G		UBCONTRACT#	1
				ED WORK					
#	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
01 02 03 05 06 07 08 09 10 11 11 11 11 11 11 11 11 11 11 11 11	Billing for 10% of project Showers and rough in materials Groundwork Groundwork Groundwork Labor	\$ 750,235.00	75023.5 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50	\$ 75,000.00		\$ 75,023.50 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00 \$ \$ \$ \$ \$ \$ \$ \$	10%	\$ 675,211.50 \$ 600,211.50 \$	\$ 7,502.3 \$ 5,250.0 \$ 2,250.0 \$ 8,336.0 \$ 7,500.0
38	SUB-TOTALS	\$ 750,235.00	\$ 233,383.00		s - 1	\$ 308,383.00		\$ -	

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EXHIBIT F

Claimant's Payment Application # 5 (September 22, 2022), Annexed

\$67,000.00 (Net of Retainage) Paid on December 19, 2022

	APPLICATION			Document	Dago	22 of 126	20.00.40 Deac	TYICALL
TO: FROM:	Craig Properties 1405 1st Ave N Fargo ND 58102 Watertight, Inc.		PROJECT:	The Rui 315 E Ke Watertown S	ns emp	Application # Period Start Period End Application Date Subcontract #	5 8/25/2022 9/25/2022 9/22/2022	Distribution To: Watertight, Inc 18273 464th Ave Castlewood, SD 57223
	18273 464th Av					Date of Contract		
FOR:	Castlewood, SD 5	/223						
CONTRACTO	ORS SUMMARY	OF WORK			Contractor	la allega koma (Callaci et al. kom	iii.a. a.g. evenaa	
Application is made f	for payment as shown bel-	ow.			the work in	as been performed as re	guired in the Contract Do	ceming the payment herein applied for, that: (1) ocuments, (2) all sums previously paid to
Continuation Page is	Attached				Contractor	under the Contract have	been used to nay Contra	actor's cost for labor, materials and other and (3) Contractor is legally entitled to this
1 CONTRACT AMO	TAUC		_ \$	750,235.00	payment	under the Contract for y	vork previously paid for, a	and (3) Contractor is legally entitled to this
2 SUM OF ALL CHA	ANGE ORDERS		-		CONTRAC	TOR:		
3 CURRENT CONTI	RACT AMOUNT	(Line 1 + Line 2)	_	\$750,235.00	Ву	Chris Serie		Date: 9/22/2023
4 TOTAL COMPLET (Column G on Con			_5	383,383.00				
5 RETAINAGE:								
b. 10% of Materia	on Continuation Page) al Stored Continuation Page)	3.	38,338,35	2				
column I on Cor				\$38,338.35				
6 TOTAL COMPLETO	ED AND STORED LESS 5 Total)	RETAINAGE	Ξ	\$345,044.65	Certific	cation		
7 LESS PREVIOUS I	PAYMENT APPLICATION Application)	IS	\$	277,544.65	work has be	erein applied for, that: 1. I	hey haveinspected the Vent indicated in this applica-	re their assurance to Owner, concerning the Nork represented by this Application, 2, Such cation, 3, this Application for Payment
B PAYMENT DUE				\$67,500.00	accurately s	tates the amount of Wor	k completed and payment payment should not be	it due therefor, and 4. Construction Manager
BALANCE TO COM (Line 3 Minus Line 6		-	\$405,190.35		Certified A	meunt		W. 16.
SUMMARY OF C	HANGE ORDERS	Additions		Deductions	/If the partif	ad amount is different for	on the married of the	Carrier and a second se
				Doddoond	GENERAL	CONTRACTOR:	im tile payment due, you	should attach an explanation. Initial all figures
Total changes appro	oved in previous months				By:			Date:
Total changes appro	oved this month				ARCHITEC By:	T.		Date:
	6.6550	- Oaksid		Acres and the		Commence Section	VONTER LONG TO FIRE	
	TOTALS	\$0.00		\$0.00	Neither this	Application nor payment	applied for herein is assi-	gnable or negotiable. Payment shall be made wher or Contractor under the Contract

CONTINUATION PAGE

Document

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APPLICATION # DATE OF APPLICATION

PERIOD THRU SUBCONTRACT #

2

Payment application containing Contractor's signature is attached.

Α	В	C	D	E	F	G		UBCONTRACT#	1
		1	COMPLET	ED WORK	0.00	TOTAL	100000	BALANCE	
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	TO COMPLETIO N (C-G)	RETAINAGE
01 02 03 05 06 07 08 09 10 11 12 13 14 15 16 17 18 19 20 22 26 27 28 29 30 31 33 33 34 35 36 37 38 38 38 38 38 38 38 38 38 38 38 38 38	Billing for 10% of project Showers and rough in materials Groundwork Groundwork Groundwork Labor Labor for Rough In	\$ 750,235.00	75023.5 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00	\$ 75,000.00		\$ 75,023.50 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00 \$ 75,000.00 \$ \$ \$ \$ \$ \$ \$ \$	10%	\$ 675,211.50 \$ 600,211.50 \$ 600,211.50 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	\$ 7,502.35 \$ 5,250.00 \$ 2,250.00 \$ 8,336.00 \$ 7,500.00 \$ 7,500.00
-	SUB-TOTALS	\$ 750,235.00	\$ 308,383.00	\$ 75,000.00	s .	\$ 383,383,00		\$ -	
_	OGD-10 IALO	4 / JU 235.00	9 300,303.00	4 15,000.00 J	\$ -	\$ 383,383.00	4.		\$ 38,338.35

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EXHIBIT G

Claimant's Payment Application # 6 (October 19, 2022), Annexed

> \$67,000.00 (Net of Retainage)

Not Paid on Date of Statement of Claim

	Craig Properties 1405 1st Ave N Fargo ND 58102		PROJECT:	The Rui 315 E Ke Watertown S	mp	26 of 126 Application # Period Start Period End	9/25/2022 10/25/2022	Water 18273	ution To: light, Inc 464th Ave wood, SD 57223
1	Watertight, Inc. 8273 464th Ave tlewood, SD 572					Application Date Subcontract #: Date of Contract	10/19/2022	Castle	wood, 5D 57223
FOR:	351,454, 55 311	RI.							
CONTRACTORS	SUMMARY C	OF WORK			Contracto	r's signature below is hi	s assurance to Owner, con	cerning the payment her	ein applied for, that:
Application is made for payr	ment as shown below	y.			(1) the Wo	ork has been performed r under the Contract hav	as required in the Contrac	t Documents, (2) all sum actor's cost for labor, mai	s previously paid to erials and other
Continuation Page is Attach	ed				obligations		Work previously paid for, a		
1 CONTRACT AMOUNT			-	\$ 750,235.00	payment				
2 SUM OF ALL CHANGE	ORDERS		-		CONTRA	CTOR:			
3 CURRENT CONTRACT	AMOUNT	(Line 1 + Line 2)		\$750,235.00	ву:	Chris Serie		Date:	10/19/2022
4 TOTAL COMPLETED AN (Column G on Continuation			-	\$ 458,383.00					
5 RETAINAGE: a. 10% of completed wo (Columns D+E on Cor b. 10% of Material Store (Column F on Continu Total Retainage (Line 5a column I on Continual	ntinuation Page) ad ation Page) + 5b or	\$	45,838.3	\$45,838.35					
6 TOTAL COMPLETED AN	ND STORED LESS F	RETAINAGE		\$412,544.65	Certif	ication			
(Line 4 Minus Line 5 Tota	1)				The conet	runtion Manager and Ar	chitect's signatures below	are their accurance to O	was concerning the
7 LESS PREVIOUS PAYM (Line 6 from Prior Applica		s	-	\$ 345,044.65	payment h Such work	nerein applied for, that:	They haveinspected the the extent indicated in this lork completed and payme	Work represented by this application, 3, this Application	Application, 2, lication for Payment
8 PAYMENT DUE				\$67,500.00			vhy payment should not be		onstruction manager
9 BALANCE TO COMPLE (Line 3 Minus Line 6)	TION		\$337,690.3	35	Certified	Amount		Date:	
SUMMARY OF CHAN	GE ORDERS	Addition	ns	Deductions	(If the cen	tified amount is different	from the payment due, yo	u should attach an expla	nation. Initial all figur
Total changes approved i	n previous months				Ву:	L CONTRACTOR:		Date:	
Total changes approved t	his month				ARCHITE By:	G t		Date:	
Total changes approved to			\$0.00	Neither th		ent applied for herein is as	signable or negotiable. F		
	NET CHANGES	\$0.00				to Contractor, and is w ts or otherwise.	ithout prejudice to any righ	is of Owner or Contracto	r under the Contract

CONTINUATION PAGE

37

38

SUB-TOTALS

Payment application containing Contractor's signature is attached.

Case 25-30004

Document

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\$ 750,235.00 | \$ 383,383.00 | \$ 75,000.00 | \$

DATE OF APPLICATION PERIOD THRU

APPLICATION #

SUBCONTRACT # В D E F G H COMPLETED WORK STORED TOTAL BALANCE PERCENT ITEM SCHEDULED AMOUNT MATERIALS TO WORK DESCRIPTION AMOUNT COMPLET RETAINAGE AMOUNT (NOT IN D OR **PREVIOUS** AND STORED COMPLETIO THIS PERIOD E (G/C) PERIODS E) N (C-G) (D+E+F) 01 Billing for 10% of project \$ 750,235.00 75023.5 75,023.50 \$ 675,211.50 10% 7,502.35 02 Showers and rough in materials 52,500.00 \$ 52,500.00 5,250.00 03 Groundwork 22,500.00 5 22,500.00 \$ 600,211.50 \$ 2,250.00 05 Groundwork \$ 83,359.50 83,359.50 8,336.00 \$ 06 Groundwork Labor 5 75,000.00 5 75,000.00 7,500.00 07 Labor for Rough In \$ 75,000.00 \$ 75,000.00 S 7.500.00 08 Labor for Rough In \$ 75,000.00 \$ 75,000.00 7,500.00 09 \$ \$ 10 5 11 \$ \$ 12 5 \$ 13 5 \$ 14 5 5 15 \$ \$ 16 \$ \$ 17 5 \$ 18 \$ \$ 19 \$ \$ 20 \$ 5 26 \$ \$ 27 \$ \$ 28 \$ \$ 29 \$ \$ 30 S 31 \$ \$ 32 \$ 5 33 \$ 34 \$ 5 35 \$ 5 36 \$ 5

RRSB Ruins 03617

\$ 45,838.35

\$

\$ 458,383.00

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EXHIBIT H

Claimant's Payment Application # 7 (November 18, 2022), Annexed

> \$67,000.00 (Net of Retainage)

Not Paid on Date of Statement of Claim

PAYMENT APPLICATION To: Craig Properties 1405 1st Ave N Fargo ND 58102	PROJECT:	The Rui 315 E Ke Watertown S	mp	Application # Period Start Period End Application Date	7 10/26/2022 11/25/2022 11/18/2022	Distribution To: Watertight, Inc 18273 464th Ave Castlewood, SD 57223
FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223				Subcontract #: Date of Contract		
FOR:						
CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached CONTRACT AMOUNT		\$ 750,235.00	the Work ha	as been performed as number the Contract have	equired in the Contract Docur been used to pay Contracto	ning the payment herein applied for, that: (1) nents, (2) all sums previously paid to r's cost for labor, materials and other (3) Contractor is legally entitled to this
SUM OF ALL CHANGE ORDERS			CONTRAC	TOR:		
3 CURRENT CONTRACT AMOUNT (Line 1 + Line	2) _	\$750,235.00	Ву;	Chris Serie		Date:11/18/2022
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)	_	\$ 533,383.00				
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$ 53,338.3	\$53,338.35				
5 TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total)	-	\$480,044.65	Certific			A CONTRACT AND
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)	2	412,544.65	payment he work has be	rein applied for, that: 1.	They haveinspected the Wordent indicated in this applicat	their assurance to Owner, concerning the fk represented by this Application, 2. Such ion, 3. this Application for Payment ue therefor, and 4. Construction Manager
PAYMENT DUE	- 12	\$67,500.00	and Archite	ct know of no reason w	hy payment should not be ma	de inereior, and 4. Construction manager
BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$270,190.3	15_	Certified A	mount		Date:
SUMMARY OF CHANGE ORDERS AC	ditions	Deductions	Annual or other	ied amount is different (from the payment due, you sh	rould attach an explanation. Initial all figures
Total changes approved in previous months			Ву:			Date:
			ARCHITEC	T:		Date
Total changes approved this month TOTALS	50.00	****	By: Neither this	Application nor payme	nt applied for herein is assign	able or negotiable. Payment shall be made
	\$0.00	Light in His	repriseducti not paytite	approve for more and deady	er or Contractor under the Contract	

CONTINUATI	ON	PAC	SE

Ducument

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APPLICATION# DATE OF APPLICATION 11/18/2022

A	В	C	D	E	F	G	- 3	UBCONTRACT #	
			COMPLET	ED WORK		TOTAL			
ΓEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
01 02 03 05 06 07 08 09 110 111 112 113 114 115 116 117 118 119 120 121 121 131 141 151 161 17 181 181 181 181 181 181 181 181 181	Billing for 10% of project Showers and rough in materials Groundwork Groundwork Groundwork Labor Labor for Rough in Labor for Rough in Labor for Rough in	\$ 750,235.00	75023.5 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00 \$ 75,000.00	\$ 75,000.00		\$ 75,023.50 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00 \$ 75,000.00 \$ 75,000.00 \$ 75,000.00 \$		\$ 675,211.50 \$ 600,211.50 \$	\$ 7,502.35 \$ 5,250.00 \$ 2,250.00 \$ 8,336.00 \$ 7,500.00 \$ 7,500.00 \$ 7,500.00
-	SUB-TOTALS	\$ 750,235.00	\$ 458,383.00	\$ 75,000.00	s -	\$ 533,383.00	-	\$.	

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EXHIBIT I

Claimant's Payment Application #8 (December 19, 2022), Annexed

> \$49,500.00 (Net of Retainage)

Not Paid on Date of Statement of Claim

PAYMENT APPLICATION Cas	se 25-30004 D	oc 90 Filed 09/2	2/25 En	ntered 09/22/25	16:39:43 Desc N	1ain	
TO: Craig Properties 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 5722	PRO	DJECT: The Ri 315 E i Watertown	ilns (emp	Application # Period Start Period End Application Date Subcontract #: Date of Contract	8 11/26/2022 12/25/2022 12/19/2022	Distributio Watertigh 18273 46 Castlewoo	t, Inc
FOR:							
CONTRACTORS SUMMARY OF	WORK		Contractor	e sinnatura halow is his	assurance to Owner conce	ming the payment herein app	alled for that (t)
Application is made for payment as shown below.			the Work h	as been performed as re	equired in the Contract Docu	ments, (2) all sums previous	ly paid to
Continuation Page is Attached			Contractor	under the Contract have	been used to pay Contract	or's cost for labor, materials	and other
1 CONTRACT AMOUNT		\$ 750,235.00		under the compact for t	vioric previously paid for, and	(3) Contractor is legally enti-	ited to this
2 SUM OF ALL CHANGE ORDERS			CONTRAC	TOR:			
3 CURRENT CONTRACT AMOUNT (L	Line 1 + Line 2)	\$750,235.00	Ву:	Chris Serie		Date:	12/19/2022
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 588,383.00	-				
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$!	\$58,838.35					
6 TOTAL COMPLETED AND STORED LESS RE (Line 4 Minus Line 5 Total)	TAINAGE	\$529,544.65	100	2.03/214			
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)		\$ 535,044.65	work has be	erein applied for, that: 1. een completed to the ex	They haveinspected the Wo tent indicated in this applicat	their assurance to Owner, or ork represented by this Applica- tion, 3. this Application for Pa	ation, 2. Such
8 PAYMENT DUE		\$49,500.00	and Archite	states the amount of Wo ct know of no reason wh	ork completed and payment or my payment should not be many	due therefor, and 4. Constructade.	tion Manager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$2	20,690.35	Certified A	mount		Date:	
SUMMARY OF CHANGE ORDERS	Additions	Deductions	(If the certifi	fied amount is different fi	rom the payment due, you si	hould attach an explanation.	Initial all figures
Total changes approved in previous months				CONTRACTOR:		Date:	
			ARCHITEC	T:			
Total changes approved this month			Ву:			Date:	
TOTALS	\$0.00	\$0.00				nable or negotiable. Paymenter or Contractor under the C	
NET CHANGES	\$0.00		Documents	or otherwise.	species to any rights of Own	an an administration under the C	Oran a Ci

CONTINUATION PAGE

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APPLICATION # DATE OF APPLICATION

12/19/2022 12/25/2022

Payment application containing Contractor's signature is attached.

Α	В	C	D	E	F	G		SUBCONTRACT#	
			COMPLE	TED WORK	1 2 2 2			Н	
#	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
07 08 09	Billing for 10% of project Showers and rough in materials Groundwork Groundwork Labor Labor for Rough in Labor for Rough in Water hearters and piping supplies	\$ 750,235.00	75023.5 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00 \$ 75,000.00 \$ 75,000.00			\$ 75,023.50 \$ 52,500.00 \$ 22,500.00 \$ 83,359.50 \$ 75,000.00 \$ 75,000.00 \$ 75,000.00 \$ 55,000.00 \$ -\$ \$ -\$ \$ -\$ \$ -\$ \$ -\$ \$ -\$ \$ -\$ \$		\$ 675,211.50 \$ 600,211.50 \$ 600,211.50 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	\$ 7,502.35 \$ 5,250.00 \$ 2,250.00 \$ 7,500.00 \$ 7,500.00 \$ 7,500.00 \$ 7,500.00 \$ 5,500.00
- 1	SUB-TOTALS	\$ 750,235.00	\$ 533,383.00	s -	\$ 55,000.00	\$ 588,383.00		\$ -	

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Exhibit B

Watertight, Inc.

Ruins Estimates and Invoices

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Watertight Inc.

18273 464th Ave . Castlewood, SD 57223 (605) 237-1221 watertightcorp@gmail.com



Estimate

ADDRESS

Craig Properties 315 East Kemp Watertown, SD 57201 **ESTIMATE** DATE

EXPIRATION DATE

The Ruins /1382 03/24/2022 04/25/2022

DATE

Sales

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat. 72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and Installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator.

Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet, ground floor, 2nd floor, 3rd floor, 4th floor.

lf

RATE

ALCOHOL:

750,235.00

750,235.00

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Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Case 25-30004 Document Page 36 of 126

- 1 Floor drain in trash room on ground level only.
- 1 Plumbing for shut off's in mechanical room for each

floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

- 7 Wall mount toilets ADA elongated.
- 7 Wall mount carriers.
- 7 1955CTBP 000 White Elongated plastic seat.
- 7 Handle flush valves.
- 2 Trimbrook Urinals with Handle flush valves.
- 7 Delta 501-DST lav faucets.
- 7 Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.
- 7 760W-1 1-1/4 17G Offset Gr Drain.
- 5 36" grab bars.
- 5 42" grab bars.
- 1 EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

10 percent down required with in 60 days of signed contract. THIS BID EXPIRES ON THIS DATE 04/25/2022. To go with a OT-500 oil sand separator as spec'd on plans the bid price would go to \$760,000.

SUBTOTAL

TAX

750,235.00

0.00

TOTAL

\$750.235.00

Accepted By

Accepted

accepts ly

Jesse Cy 4-25-22

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO

The Ruins 315 East Kemp

Watertown, SD 57201

DATE

DUEDATE

2956

05/25/2022 06/15/2022

DATE

ACTIVITY

RATE

TAUCUMA

Sales

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

OTY

0.09

750,235.00

67,521.15

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Case 25-30004 Doc 95 xhihits 22728/25 Page 60 of 189 Document Page 38 of 126

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

	PAID
BALANCE DUE	\$0.00
PAYMENT	67,521.15
TOTAL	67,521.15
TAX	0.00
SUBTOTAL	67,521.15

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 -	1-	Sum	-	

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 2956	\$0.00
Total invoiced	540,099,69

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO

The Ruins 315 East Kemp

Watertown, SD 57201

INVOICE DATE

DUE DATE

3033

06/25/2022 07/25/2022

DATE

ACTIVITY

OFY

HATE

TAUCIMA

Sales

The Ruins plumbing bid includes: Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

0.10

750,235.00

75,023.50

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ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

SUBTOTAL	75,023.50
TAX	0.00
TOTAL	75,023.50
PAYMENT	75,023.50
BALANCE DUE	\$0.00
	PAID

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Est			

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500,00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
This invoice 3033	\$0.00
Total invoiced	540,099.69

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO

The Ruins 315 East Kemp

Watertown, SD 57201

INVOICE

3032

DATE DUEDATE 07/25/2022 08/24/2022

DATE

ACTIVITY

QTY.

0.0899718

AMOUNT

Sales

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roofdrains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

HATE

750,235.00

67,500.00

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ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

SUBTOTAL	67,500.00
TAX	0.00
TOTAL	67,500.00
PAYMENT	67,500.00
BALANCE DUE	\$0.00
	PAID

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 95 Chibits 22-28 Page 67 of 189 Entered 09/22/25 16:39:43 Desc Main Document Page 45 of 126

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Estin	naks	831	DOWN	ndn	5
Per Sept 1	100	200	13 <u>2 1</u> 37	(ar	٠.

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3032	\$0.00
Total invoiced	540,099.69

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46

Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Case 25-30004 Document Page 46 of 126

Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO

The Ruins 315 East Kemp

Watertown, SD 57201

MVOIDE

3064

DATE DUEDATE 08/25/2022 09/24/2022

DATE

ACTIVITY

TOTY

AMOUNT

Sales

0.0899718 The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

HATE

750,235.00

67,500.00

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc

Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 47 of 126

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

SUBTOTAL	67,500.00
TAX	0.00
TOTAL	67,500.00
PAYMENT	67,500.00
BALANCE DUE	\$0.00
	PAID

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc

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Е	stir	ma	te	80	m	mary	

Estimate The Ruins /1382	750,235.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3064	\$0.00
Total invoiced	540,099.69

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46

Doc 90 Filed 09/22/25 Page 71 of 189 Entered 09/22/25 16:39:43 Desc Main Case 25-30004 Document Page 49 of 126

Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO

The Ruins 315 East Kemp

Watertown, SD 57201

INVOICE DATE

DUE DATE

3065 09/25/2022

10/25/2022

DATE

ACTIVITY

CTY

RATE

AMOUNT

Sales

0.0899718

750,235.00

67,500.00

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator.

Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc

Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 50 of 126

ground floor, 2nd floor, 3rd floor, 4th floor.

- 1 Floor drain in trash room on ground level only.
- 1 Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

- 7 Wall mount toilets ADA elongated.
- 7 Wall mount carriers.
- 7 1955CTBP 000 White Elongated plastic seat.
- 7 Handle flush valves.
- 2 Trimbrook Urinals with Handle flush valves.
- 7 Delta 501-DST lav faucets.
- 7 Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.
- 7 760W-1 1-1/4 17G Offset Gr Drain.
- 5 36" grab bars.
- 5 42" grab bars.
- 1 EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

SUBTOTAL	67,500.00
TAX	0.00
TOTAL	67,500.00
PAYMENT	67,500.00
BALANCE DUE	\$0.00
	PAID

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 9Exhibits 22-28 Page 73 of 189 Entered 09/22/25 16:39:43 Desc Main Document Page 51 of 126

-		-70	
	паре		

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3065	\$0.00
Total invoiced	540,099.69

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO

The Ruins 315 East Kemp

Watertown, SD 57201

INVOICE

3127

DATE DUE DATE 10/25/2022

11/15/2022

DATE

ACTIVITY

- QTY

RATE

AMOUNT

Sales

0.0899718

750,235.00

67,500.00

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

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ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

Late Fee	1,012.50T
1.5% - Applied on Dec 14, 2022	4,000,000

Late Fee 1,028.37T 1.5% - Applied on Jan 14, 2023

Late Fee 1,044.49T 1.5% - Applied on Feb 14, 2023

Late Fee 1,060.86T 1.5% - Applied on Mar 14, 2023

> **SUBTOTAL** 71,646.22 TAX 0.00

TOTAL 71,646.22

PAYMENT 67,500.00

\$4,146.22 BALANCE DUE

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 95 Filed 09/22/25 Page 76 of 189 Entered 09/22/25 16:39:43 Desc Main Document Page 54 of 126

-	0.6	200		
Estim	212	SHIPPI	POST I	W
	200	0.00	11360	31

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3127	\$4,146.22
Total invoiced	540,099.69

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Case 25-30004 Doc 95 xhibits 22-28 Page 77 of 189 Entered 09/22/25 16:39:43 Desc Main Document Page 55 of 126

Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO The Ruins

315 East Kemp

Watertown, SD 57201

INVOICE DATE

DUEDATE

3128 11/25/2022 12/15/2022

DATE

ACTIVITY

RATE

AMOUNT

Sales

0.0899718

750,235.00

67,500.00

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

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ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

Late Fee 1.5% - Applied on Dec 21, 2022	1,012.50T
Late Fee 1.5% - Applied on Jan 21, 2023	1,028.37T
Late Fee 1.5% - Applied on Feb 21, 2023	1,044.49T
Late Fee 1.5% - Applied on Mar 21, 2023	1,060.86T

SUBTOTAL	71,646.22
TAX	0.00
TOTAL	71,646.22
PAYMENT	67,500.00

\$4,146.22 BALANCE DUE

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 96 Exhibits 22/28/25 Page 79 01/22/25 16:39:43 Desc Main Page 57 of 126 Document

Total invoiced

Estimate Summary	
Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3033	75,023,50
This invoice 3128	\$4,146.22

540,099.69

Filed 09/28/25 Entered 09/28/25 14:34:46 Case 25-30004 Doc 114-3

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO

The Ruins 315 East Kemp

Watertown, SD 57201

INVOICE

3155

DATE **BUE DATE** 12/25/2022 01/15/2023

DATE

ACTIVITY

OTY

0.0659793

RATE

TALLOMA

Sales

The Ruins plumbing bid includes:

Apartments:

2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.

72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.

2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.

2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.

84 - Lavatory sink plumbing and installation of customer provided faucets.

78 - Toilet plumbing and installation of customer provided toilets.

63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.

63 - Clothes washer boxes.

126 - Stainless basket strainers for kitchen sinks provided by Watertight.

Mechanical:

2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump

1 - Floor drain in mechanical room

1 - Gas piping for Water heaters and parking garage heaters

1 - Hose bib in the mech room.

Roof Drains:

20 - Roof drains according to plan.

Parking garage:

10 - FD-2 floor drains where shown with no traps.

11 - FD-1 floor drains where shown.

1 - Striem OS-100 gpm sand/oil separator. Core drilling for plumbing only is included.

Utility room:

4 - Mop sink plumbing with chrome faucet.

750,235.00 49,500.00

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ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and

trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by different company.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

1.5% - Applied on Apr 8, 2023

Late Fee 1.5% - Applied on Feb 8, 2023	742.50T
Late Fee 1.5% - Applied on Mar 8, 2023	754.14T
Late Fee	765 96T

SUBTOTAL	51,762.60
TAX	0.00
TOTAL	51,762.60
PAYMENT	51,762.60
BALANCE DUE	\$0.00

PAID

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Estimate Summ	isry			
Estimate The R	uins /1382	750,235.00		
Invoice 3064		67,500.00		
Invoice 3065		67,500.00		
Invoice 3032		67,500.00		
Invoice 3127		71,646.22		
Invoice 2956		67,521.15		
Invoice 3128		71,646.22		
Invoice 3033		75,023.50		
This invoice 315	55	\$0.00		
Total invoiced		540,099.69		

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Exhibit C

Watertight, Inc.

Ruins Payments

Case 25-30004 Doc 96 xhibits 22-28 Page 84 of 189 Document Page 62 of 126 Document Page 62 of 126

TO VEHILL WHITE WHITE SELF PRIVERSE SIGNION DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Development, LLC PO Box 426 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103 10451

77-7869/2913

**** SIXTY SEVEN THOUSAND FIVE HUNDRED TWENTY ONE AND 15/100 DOLLARS

TO THE ORDER OF

06/09/22

\$67,521.15**

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

Business Account

Authorized Signature

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 95 Filed 09/22/25 Page 85 of 189 Entered 09/22/25 16:39:43 Desc Main Page 63 of 126 Document

The Ruine, LLC 1405 1st Ave N

Rad River State Bank 300 2nd Ave W Hatstad, MN 56548

187

*** SEVENTY FIVE TROUGAND TWENTY THREE AND SO/100 DOLLARS

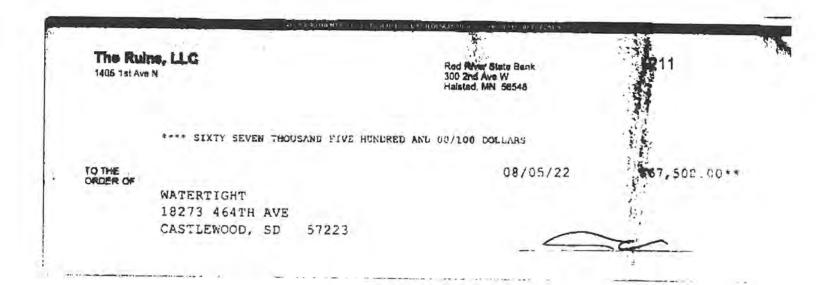
TO THE ORDER OF

07/01/22

\$75,023.50**

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 90 Filed 09/22/25 Page 86 of 189 Entered 09/22/25 16:39:43 Desc Main Page 64 of 126 Document



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Craig Development, LLC PO Box 428 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103 10899

77-7869/2913

**** SIXTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

the for which the expense of the property of the

TO THE ORDER OF

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223 09/06/22

\$67,500.00**

Business Account

Authorized Signature

Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 66 of 126

TO KERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE HI SECURITY FEATURES.

Craig Development, LLC PO Box 426 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103 11351

77-7869/2913

**** SIXTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE ORDER OF

12/08/22

\$67,500.00**

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

Business Account

Authorized Signature

Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 67 of 126

Craig Development, LLC PO Box 426 Fargo, NO 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103 11757

77-7869/2913

**** FORTY HIME THOUSAND FIVE HUMDRED AND 00/100 ECLLARS

TO THE ORDER OF

03/21/23

\$49,500.00**

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

Authorized Signature

Business Account

Case 25-30004 Doc 95 ** Page 90 of 189 Entered 09/22/25 16:39:43 Desc Main Document Page 68 of 126

Chaig Development, LLC NO Box 428 Fargo, ND 58107

First Community Credit Linten-4521 19th Averue South Fargo, ND 38103 11933

77-7869/2913

**** TWO TEOUSAND TWO HUNGRED SIXTY TWO AND SO/100 COLLARS

TO THE ORDER OF

05/01/23

\$2,262.60***

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

Authorized Signature

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 95 High 189 Page 91 of 189 Document Page 69 of 126

Exhibit D

Watertight, Inc.

Generations Payment Applications

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 70 of 126

Generations on 1st 1405 1st Ave N Fargo ND 58102	PROJECT:	Generations 26 1st Av Watertown S	e SW	Application # Period Start Period End	1 5/17/2021 5/24/2021	Distribution To:
FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223				Application Date Subcontract #; Date of Contract		
CONTRACTORS SUMMARY OF	WORK		_			
Application is made for payment as shown below.			Contractors	signature below is his a	ssurance to Owner, conce	erning the payment herein applied for, that:
Continuation Page is Attached			Contractor (has been performed as inder the Contract have	required in the Contract [been used to pay Contrac	Documents, (2) all sums previously paid to
1 CONTRACT AMOUNT	_5	640,000,00	payment.	THOSE THE COUNTRY FOR MY	ork previously paid for, an	d (3) Contractor is legally entitled to this
2 SUM OF ALL CHANGE ORDERS	-	\$19,955.00	CONTRACT	OR:		
3 CURRENT CONTRACT AMOUNT (Line 1 + L	ine 2)	\$659,955,00	By:	Chris	Serie	Date: 5/20/202
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		65,995.50				
a, 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or	\$ 6,599.5 \$0.0					
column I on Continuation Page)		\$6,599.55				
6 TOTAL COMPLETED AND STORED LESS RETA (Line 4 Minus Line 5 Total)	UNAGE	\$59,395.95	Certific			MANUS NICHOLOGICAL AND
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)	-		work has bee	en applied for, that: 1. T	hey haveinspected the Wi nt indicated in this apolica	s their assurance to Owner, concerning the ork represented by this Application, 2. Such tion, 3. this Application for Payment
8 PAYMENT DUE		\$59,395,95	accurately st	ates the amount of World	completed and payment payment should not be m	due therefor, and 4. Construction Manager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$600,559,0		Certifled An		paymon, anodia (jot pa)	Date:
SUMMARY OF CHANGE ORDER	Additions	Deductions	M the restrict size	4.4.4		
Total changes approved in previous months			GENERAL C	ONTRACTOR:	, you should altach an asplanelish. Ind	hal at figures that are changed to match the cardinal emount)
Total changes approved this month			ARCHITECT			Date:
TOTALS	\$0.00	\$0,00	By: Neither this A	Application nor payment	applied for berein is perior	Date: nable or negotiable. Payment shall be
NET CHANGES	\$0.00	30,00	made only to	Contractor, and is within	at prejudice to any rights	of Owner or Contractor under the Contract

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CONTINUATION PAGE

ent application containing Contractor's signature is attached.

APPLICATION #
DATE OF APPLICATION

Α	В	C	D	1 -				UBCONTRACT #	
	9	-		TED WORK	F	G		H	t=
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS		STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAG
01 02 03 04 05 06 07 08 09 10 11 12 13 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 31 32 33 34 34 35 36 36 36 37 37 38 38 38 38 38 38 38 38 38 38 38 38 38	Billing for 10% of project	\$ 659,955.00	PERIODS	\$ 65.995.50		(D+E+F) \$ 05.995.50 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$	10% #DIV/0:	(G-G) \$ 593,959.50 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	
35 36 37 38						s . s .		s . s .	
	SUB-TOTALS	\$ 659,955.00 3	s -	\$ 65,995.50		\$ 65,995.50		\$ 593,959.50	

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION PERIOD THRU

A	В	C	D	E	F		-	PROJECT#	
		-		TED WORK		G		н	
#	WORK DESCRIPTION	SCHEDULED	AMOUNT PREVIOUS PERIODS		STORED MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE
39		+ -				\$		\$ -	
40						3			
41						s .			
42		1				5		5 -	
43						5		3	
44		1 1		1 1		5		5	
45		1 1				\$ 1-		5 -	
46		1 1		1		\$.		5	
47		1 1				5		5	
48		1 1			2	\$		s .	
49		1 1				5		5	
50		1 1				\$		\$.	
51		1 1				\$.		5 .	
52		1 1				\$.		5	
53		1 1			- 1	3		5 -	
54		1 1		1	1	\$.		5 -	
55		10 11			1	5		5	
56		1 1				s .	1	5 -	
57						5		5 -	
58						5		3 -	
59		1 1		1 1		5 -		5	
60						5 -			
61		No. 1		2		5 .		5 -	
62		1 1				5 -	1	\$ -	
63		1 0				\$.		5 -	
64		1 1		11		5 -		5 -	
65		1 1				\$		\$.	
66		1 1				s .		s -	
		1 1				s .	1	5 -	
68		1 1	1 1			5		\$ -	
69 70		1 1	1			s .		5 .	
		1 1				s .		\$ -	
71 72		1			1	5 -	1	\$ -	
73		1 1				5 -		s .	
74		1	1			5 -		5 -	
75					1	5		5	
70		1			1	5 4		5	
10	SUB-TOTALS	\$ -				5	-	5	

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TO: Ge	nerations on 1st	PROJECT:	Generation				
	405 1st Ave N argo ND 58102	7,400	26 1st Av	e SW	Application # Period Start Period End	5/17/2021 5/24/2021	Distribution To:
FROM:					Application Date	32412021	
C. C. Strategi	/stertight, Inc.				Subcontract #:		
	273 464th Ave				Date of Contract		
	BWood, SD 57223						
FOR:							
CONTRACTORS	SUMMARY OF WOR	K		_			
pplication is made for pays	ment as shown below			Contractor's	Signature before to his on	disease to Co.	A STATE OF THE STA
Continuation Page is Altach	ed						ming the payment herein applied for, that bouments, (2) all sums previously paid to
CONTRACT AMOUNT		2	640.000.00	payment.	under the Contract for Wo	ork previously paid for, and	or 5 cost for labor, materials and other (3) Contractor is logally entitled to this
Laurence Laurence		_	210,000,00	belingur.			
SUM OF ALL CHANGE	ORDERS		\$19,955,00	CONTRACT	'OR		
CHORENT COURS	Was Large over	_		1			
CURRENT CONTRACT	MOUNT (Line 1 + Line 2)	_	\$659,955.00	By:	Chris	Serie	
TOTAL COMPLETED AN	D OTODO				-	- Colon	Date: 5/20/20
(Column G on Continuation	ID STORED	5	25,000,00				
RETAINAGE:							
a. 10% of completed wo							
(Columns D+E on Con			_				
b. 10% of Material Store	unration sadel	4.57.4					
(Column F on Continue		\$2,500.00	E.,				
Total Retsinage (Line 5a	Sh or						
column I on Continuati			44.5-1.15				
	D STORED LESS RETAINAGE	-	\$2,500.00				
(Line 4 Minus Line 5 Total	STORED LESS HE TAINAGE		\$22,500,00	Certific	ation		
LESS PREVIOUS PAYME				The construc	tion Manager and Archite	of a monadarmy ballous was	their assurance to Owner, concerning the
(Line 6 from Prior Applicat	NT APPLICATIONS	5	59,395.95				
	ionj	-					
PAYMENT DUE			\$22,500.00			completed and payment d syment should not be ma	
BALANCE TO COMPLET	ION	\$637,455,00	/	Certified Am	mine at the reaction thing is	elyment should not be ma	06.
(Line 3 Minus Line 6)				Cestined Am	ount	****************************	Date:
SUMMARY OF CHANG	E ORDERS Additio	ns	Deductions				
Total changes approved in				OTTO CONTRACT MINES	ed in different bank the propriets stay y	se should allow an evaluation of the	of Names that are champed to match the careful amount (
months				GENERAL CO By:	ONTRACTOR:		
The state of the s	1			ARCHITECT			Date:
Total changes approved th	is month		1	BV:			
	TOTALS \$0.00				polication per easement as	salled to be be to be	Date: able or negotiable. Payment shall be
NET /	HANGES \$0.00		90,00	man una re	pre-caudit int payment 3	poed for herein is assign	ble or negotiable. Payment shall be Owner or Contractor under the Contract

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TO: Generations on 1405 1st Ave Fargo ND 5810	N	DJECT:	Generations 25 1st Av Watertown S	e SW	Application # Period Start Period End	3 6/24/2021 7/25/2021	Distri	bution To:
Watertight, Inc. 18273 464th Av Castlewood, SD 5	/e				Application Date Subcontract #: Date of Contract			
CONTRACTORS SUMMAR	EV OF WORK			_				
Application is made for payment as shown								
Continuation Page is Alteched				Contractor	under the Contract have	been used to pay Contract	corning the payment here a Documents, (2) all state actor's cost for labor, mate	previously paid to
CONTRACT AMOUNT		. 5	640,000.00	payment.	under the Contract for W	fork previously paid for,	and (3) Contractor is legal	ly entitled to this
2 SUM OF ALL CHANGE ORDERS		_	\$19,955,00	CONTRAC	TOR:			
3 CURRENT CONTRACT AMOUNT (I	ine 1 + Line 2)	-	\$659,955.00	Ву:	Ouris	Serie	Date	7/25/2021
(Column G on Continuation Page)		s	110,000.00					
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or		11,000.00						
column I on Continuation Page).		-	\$11.000.00					
(Line 4 Minus Line 5 Total)	SS RETAINAGE		\$99,000,00	Certific	ation			
LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application)	TONS	\$	29,059,55	Such work h	herein applied for that: as been completed to the	 They have inspected to a extent indicated in the 	ire their assurance to Own he Work represented by to application, 3, this Applic	his Application, 2.
PAYMENT DUE			\$99,000.00	DUNCH WHITH A 3	ates the amount of Work d Architect know of no re-	completed and navmer	of due therefor and A Cou	natruction.
BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$41	58,959,50		Certified An				
SUMMARY OF CHANGE ORDER	Additions		Deductions	Of the consider	demand to the line			
Total changes approved in previous months			250400110	GENERAL C	ONTRACTOR:	т ма раутел вив, уси	should attach an explana	tion. Initial all ligu
Total clanges approved this month				ARCHITECT By:			Date	
		-					Oato:	
TOTALS	\$0.00		\$0.00	Maithar this !	nellestion one normant	sauting for bounds to our	gnable or negotiable. Par	

Case 25-30004 Doc 96 Xhinita 69/28/25 Pagentered 09/22/25 16:39:43 Desc Main Document Page 74 of 126

LA	В	G	D	1 E		G.		H H	
100		1		ED WORK	J			-	
ITEM #	WORK DESCRIPTION	SCHEDULED	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G:C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
59,395 11 12 13 14 15 15 15 17 18 10 18 18 18 18 18 18 18 18 18 18 18 18 18	Burg for 10% of project Showins atoma at Harvester Building PARTS FOR GENERATIONS 200 3 as of 200 000 48 - 1	a 24		\$ 55,995.50	5 25,000.00 \$ 110,000.00	\$ 45,995 50 S 25,000 NO S 110,000 NO NO S 5 S 5 S 5 S 5 S 5 S 5 S 5 S 5 S 5 S	10%	\$ 502,850 50 \$ 558,850 50 \$ 558,850 50 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5	\$ 2500.00

Payment s	application containing Contractor's sig	nature is attached.					DATE	PERIOD THRU	
A	В	1 0	D	I E	F	G		PROJECT #	1
41		100		TED WORK		TOTAL			
TEM #	WORK DESCRIPTION	SCHEDULED	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
32						5 .		5 .	
40						s .	1	s .	
41					1	s .	L ·	5	1
42		1 0			1	5 .	1	5 -	
43		1 3		1		5		5 .	
44						6 .		s .	
46						5 -		3 -	
46					1	5	K /	5	
47						\$ -		\$.	
48		3 1		1	K.	5		3 .	
50		1 1		1	/	5		. 2	
51						5 .	1	2 -	
32		4 4				5 .		4 -	
53				1	1	5 .		5 -	
54				1	1	\$.		5 -	
55		1 1		1		5 .		5 -	
56		1 1				5		5 -	
57						s .		\$ -	
58				1		\$.	1	s -	
59		1 1		1		5		\$ -	
60		1 1				5	1	3 .	
61		4 1		1		5		\$	
62		1 1		1		\$.		5	
62		1 1				5 -			
84		1 1				5	1	\$	
65		. 1				\$		5	
65		1 1		1		\$		5 -	
67		1 1		1		5		\$ -	
68		1 1		1		\$ G		3 -	
69		0 1		1		\$		5 -	
7G		1		1		\$ -		5	
71				1		3		5	
72		1		0		5		5 -	
73		1 1		1 6		5 .		5	
74		1				12.		5 -	
75		1		L		6.0		5 -	
75		1				5		5	

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PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102		Senerations on 1st 26 1st Ave SW Itertown SD 57201	Application # Period Start Period End	4 7/25/2021 8/25/2021	Distribution To: Watertight, Inc.
FROM: Waterlight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:			Application Date Subcontract #: Date of Contract		
CONTRACTORS SUMMARY OF W	/ORK				
Application is made for payment as shown below.		Contracto	r's signature below is his a	ssurance to Owner conce	rning the payment herein applied for, that:
Continuation Page is Attached		(1) the Wo	ork has been performed as r under the Contract have	required in the Contract D been used to pay Contract	ring the payment neven applied for, that: ocuments, (2) all sums previously paid to of's cost for labor, materials and other (3) Contractor is legally entitled to this
1 CONTRACTAMOUNT	\$	640,000.00 payment.	and in contact to the	ork previously paid for, and	(5) Contractor is legally entitled to this
2 SUM OF ALL CHANGE ORDERS	-	\$19,955.00 CONTRA	CTOR:		
3 CURRENT CONTRACT AMOUNT (Line 1 + Line	2)	659,955.00 By:	Chris	Serie	Date: 8/25/2021
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)	. \$	350,995.50			
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$ 25.099.55 \$10,000.00	\$35,099.55			
6 TOTAL COMPLETED AND STORED LESS RETAIN (Line 4 Minus Line 5 Total)	IAGE	315,895.95 Certif	cation		
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 5 from Prior Application)	3	Such work	nt herein applied for, that; has been completed to the	 They haveinspected the extent indicated in this ar 	their assurance to Owner, concerning Work represented by this Application, 2. optication, 3. this Application for Payment
8 PAYMENT DUE		135,000,00 Manager a	and Architect know of no re	k completed and payment eason why payment should	due therefor, and 4. Construction not be made.
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$344,059.05	Certified /	Amount		Date;
SUMMARY OF CHANGE ORDER Ad	ditions Dec	fuctions (If the cert	fied amount is different fro	om the payment due you s	hould attach an explanation. Initial all figu
Total changes approved in previous months	2-11-		CONTRACTOR:		Date:
Total changes approved this month		ARCHITE	эті		
Leaner vite	50.00 s	0.00 By:	s Application nor payment	applied for herein is assign	Date:
The state of the s	50.00	made only	to Contractor, and is with	out prejudice to any rights of	of Owner or Contractor under the

Page 1

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CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION PERIOD THRU

Α	В	C	D	E	F	1	S	UBCONTRACT #	
				ED WORK	F	G		H	1 to 1
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
01 02 03 04 05 06 07 08 09 10 11 25 26 27 28 29 33 31 33 33 33 33 33 33 33 33	Billing for 10% of project Showers stored at Harvester Building PARTS FOR GENERATIONS Labor Senior Center Materials for Generations	\$ 659,955.00	\$ 65,995.50 \$ 25,000.00 \$ 110,000.00	\$ 50,000.00	\$ 100,000,00	\$ 65,995,50 \$ 25,000,00 \$ 110,000,00 \$ 50,000,00 \$ 100,000,00 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	10%	\$ 593,959.50 \$ 568,959.50 \$ 458,959.50 \$ 408,959.50 \$ 308,959.50 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	\$ 6,599,6 \$ 2,500,0 \$ 11,000,0 \$ 5,000,0 \$ 10,000,0
	SUB-TOTALS	\$ 659,955.00	\$ 200,995.50	F 50 000 00		\$ -		s -	
		1 - 500,555.00	# Zuo,385.50	\$ 50,000.00	\$ 100,000.00	\$ 350,995.50	53%	\$ 2,339,797.50	\$ 35,099.55

Case 25-30004

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TO: Generations on 1st 1405 1st Ave N Fargo ND 58102	PROJECT:	Generations 26 1st Av Watertown S	s SW Period St	art 8/26/2021 and 9/25/2021	Distribution To: Waterlight, Inc.
FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			Subcontract Date of Contra	#:	
FOR:	7300				
CONTRACTORS SUMMARY OF V	VORK				
Application is made for payment as shown below. Continuation Page is Attached			(1) the Work has been performed to Contractor under the Contractor.	ermed as required in the Contract act have been used to pay Contra	cerning the payment herein applied for, that Documents, (2) all sums previously paid to actor's cost for labor, materials and other
1 CONTRACTAMOUNT	2	\$ 640,000.00	payment.	act for Work previously paid for, a	and (3) Contractor is legally entitled to this
2 SUM OF ALL CHANGE ORDERS		\$19,955.00	CONTRACTOR:		
3 CURRENT CONTRACT AMOUNT (Line 1 + Lin	e 2)	\$659,955,00	Ву	Chris Serie	Date: 9/25/202
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 460,995.50			
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or	\$ 42,599. \$2,500.				
column I on Continuation Page)	-	\$45,099.55			
5 TOTAL COMPLETED AND STORED LESS RETAI (Line 4 Minus Line 5 Total)	NAGE _	\$415,895,95	Certification		
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)	l _a	\$ 315,895,95	the payment herein applied Such work has been completed	for, that: 1. They haveinspected sted to the extent indicated in this	are their assurance to Owner, concerning the Work represented by this Application, Z. application, 3, this Application for Payment
8 PAYMENT DUE		\$100,000.00	Manager and Architect know	of or reason why payment sho	nt due therefor, and 4. Construction uld not be made.
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$244,059.	05	Certified Amount		Date:
SUMMARY OF CHANGE ORDER A	dditions	Deductions	(If the certified amount is di	ferent from the payment due, vo.	should attach an explanation. Initial all fig.
Total changes approved in previous months.			GENERAL CONTRACTOR By:		Date
Total changes approved this month		447	ARCHITECT		Date:
	73 V 1		176	And the second second	
TOTALS	\$0.00	\$0.00	Neither this Application nor	payment applied for herein is as:	ignable or negotiable. Payment shall be

Generations payment request.xlsx

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CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION PERIOD THRU

SUBCONTRACT# C D E G COMPLETED WORK TOTAL BALANCE TEM SCHEDULED AMOUNT STORED PERCENT WORK DESCRIPTION AMOUNT TO COMPLETIO AMOUNT THIS PERIOD MATERIALS COMPLET RETAINAGE **PREVIOUS** AND STORED (NOT IN D OR E) E (G/C) PERIODS (D+E+F) N (C-G) Billing for 10% of project \$ 659,955,00 65,995.50 65,995.50 \$ 593,959.50 6,599.55 02 Showers stored at Harvester Building 25,000.00 5 25,000,00 \$ 568,959.50 2,500.00 03 PARTS FOR GENERATIONS 110,000.00 110,000.00 458,959.50 11,000.00 04 Labor Senior Center 50,000.00 50,000.00 408,959.50 5,000.00 Materials for Generations 100,000.00 5 100,000.00 308,959.50 10,000.00 06 Labor for apartments 60,000.00 \$ 60,000,00 248.959.50 6,000.00 07 Labor for Senior Center 50,000,00 S 50.000.00 198,959.50 5,000,00 08 09 S 10 5 11 5 \$ 25 26 \$ 27 \$ 28 \$ 29 30 S 31 5 32 \$ 33 S 5 34 \$ 5 35 S 36 5 \$ 37 5 38 SUB-TOTALS \$ 659,955.00 \$ 325,995.50 \$ 110,000.00 \$ 25,000.00 \$ 460,995.50 70% \$ 198,959.50 \$ 46,099.55

Generations payment request.xlsx

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1405 1st Ave N Fargo ND 5810		Generation 26 1st Av Watertown S	D 57201 Period End 10/25/2021	Distribution To: Watertight, Inc.
FROM: Watertight, Inc. 18273 464th Av Castlewood, SD 57	9		Application Date Subcontract #: Date of Contract	
CONTRACTORS SUMMAR	Y OF WORK			
Application is made for payment as shown	below.		Contractor's pignature balow is his assumed to C	We have the second
Continuation Page is Attached			Contractor's signature below is his assurance to Owner, concerning the paym (1) the Work has been performed as required in the Contract Documents, (2) Contractor under the Contract have been used to pay Contractor's cost for lab	all sums previously paid to
1 CONTRACT AMOUNT		\$ 640,000.00	obligations under the Contract for Work previously paid for, and (3) Contractor payment.	is legally entitled to this
2 SUM OF ALL CHANGE ORDERS		\$19,955,00	CONTRACTOR:	
3 CURRENT CONTRACT AMOUNT (L	ine 1 + Line 2)	\$659,955,00	By: Ovris Serie Date:	10/25/202
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 514,995.50		
5 RETAINAGE: a. 10% of completed work (Columns D+E on Conlinuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or	\$ 51,499	1.55		
column I on Continuation Page)		\$51,499,55		
	SS RETAINAGE	\$51,499.55 \$463,495,95	Certification	
TOTAL COMPLETED AND STORED LE			The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that: 1. They haveinspected the Work represensult when the payment has been compelled to the assent indicated in this application. 3. With work has been compelled to the assent indicated in this application.	ited by this Application, 2.
TOTAL COMPLETED AND STORED LE (Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application)		\$463,495,95 \$ 415,895,95	The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that: 1. They haveinspected the Work represent work has been completed to the extent indicated in this application, 3, this accurately states the amount of Work completed and payment for the extent of the payment of the paymen	ited by this Application, 2.
TOTAL COMPLETED AND STORED LE (Line 4 Minus Line 5 Total) (Line 5 PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application) PAYMENT DUE		\$463,495,95 \$ 415,895,95 \$48,600.00	The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that: 1. They haveinspected the Work represensult when the payment has been compelled to the assent indicated in this application. 3. With work has been compelled to the assent indicated in this application.	ited by this Application, 2.
TOTAL COMPLETED AND STORED LE (Line 4 Minus Line 5 Total) (LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application) PAYMENT DUE BALANCE TO COMPLETION	ions	\$463,495,95 \$ 415,895,95 \$48,600.00	The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that: 1. They haveinspected the Work represensuch which was been completed to the extent indicated in this application, 3, this accurately states the amount of Work completed and payment due therefor, and Manager and Architect know of no reason why payment should not be made. Certified Amount Date:	ated by this Application, 2, s Application for Payment d 4, Construction
TOTAL COMPLETED AND STORED LE (Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application) PAYMENT DUE BALANCE TO COMPLETION (Line 3 Minus Line 6)	ONS \$196,459	\$463,495,95 \$ 415,895,95 \$48,600.00	The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that: 1. They haveinspected the Work represens Such work has been compeleted to the extent indicated in this application, 3, this accurately slates the amount of Work completed and payment due therefor, and Manager and Architect know of no reason why payment should not be made. Certified Amount	ated by this Application, 2, s Application for Payment d 4, Construction
TOTAL COMPLETED AND STORED LE (Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICAT (Line 8 from Prior Application) PAYMENT DUE BALANCE TO COMPLETION (Line 3 Minus Line 6) SUMMARY OF CHANGE ORDER Total changes approved in previous	ONS \$196,459	\$463,495,95 \$ 415,895,95 \$48,600.00	The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that 1. They haveinspected the Work represensuch work has been completed to the extent indicated in this application, 3, this accurately states the amount of Work completed and payment due therefor, an Manager and Architect know of no reason why payment should not be made. Certified Amount	ated by this Application, 2, s Application for Payment d 4, Construction
TOTAL COMPLETED AND STORED LE (Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application) PAYMENT DUE BALANCE TO COMPLETION (Line 3 Minus Line 6) SUMMARY OF CHANGE ORDER Total changes approved in previous months	ONS \$196,459	\$463,495,95 \$ 415,895,95 \$48,600.00	The construction Manager and Architect's signatures below are their assurance the payment herein applied for, that '1. They haveinspected the Work represensuch work has been completed to the extent indicated in this application, 3, this accurately states the amount of Work completed and payment due therefor, an Manager and Architect know of no reason why payment should not be made. Certified Amount	ited by this Application, 2, is Application, 2, is Application for Payment d 4. Construction d 4. Construction explanation. Initial all figures planation. Initial all figures planation.

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CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION 10/25/2021 PERIOD THRU

Α	В	C	D	E	F	G		UBCONTRACT #	1
			COMPLET	ED WORK	1 A War 2 Co	TOTAL		BALANCE	
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	TO COMPLETIO N (C-G)	RETAINAGE
01 02 03 04 05 06 07 08 09 10 11 25 26 27 28 29 30 31 32 33 34 35 36 37	Billing for 10% of project Showers stored at Harvester Building PARTS FOR GENERATIONS Labor Senior Center Materials for Generations Labor for apartments Labor for Senior Center Labor for Apartments	\$ 659,955.00	\$ 65,995,50 \$ 25,000,00 \$ 110,000,00 \$ 50,000,00 \$ 100,000,00 \$ 80,000,00 \$ 50,000,00	\$ 54,000,00		\$ 65,995.50 \$ 25,000.00 \$ 110,000.00 \$ 50,000.00 \$ 50,000.00 \$ 50,000.00 \$ 50,000.00 \$ 54,000.00 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5	10%	\$ 593,959.50 \$ 568,959.50 \$ 468,959.50 \$ 408,959.50 \$ 308,959.50 \$ 198,959.50 \$ 144,959.50 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5	\$ 6,599,55 \$ 2,500,00 \$ 11,000,00 \$ 5,000,00 \$ 10,000,00 \$ 5,000,00 \$ 5,000,00 \$ 5,400,00
38	2.0 22.0	2000000		1-2		s -		3	
	SUB-TOTALS	\$ 659,955.00	\$ 460,995.50	\$ 54,000.00	\$ -	\$ 514,995.50	78%	\$ 198,959.50	\$ 51,499.55

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To: Generations on 1st 1405 1st Ave N Fargo ND 58102	PROJECT:	Generations 26 1st Av Watertown S	e SW	Application # Period Start Period End	7 10/26/2021 12/25/2021		tribution To: tertight, Inc.
FROM: Watertight, Inc. 18273 454th Ave Castlewood, SD 57223 FOR:				Application Date Subcontract # Date of Contract			
CONTRACTORS SUMMARY OF V	VORK		_				
Application is made for payment as shown below. Continuation Page is Attached	10.00		Contractor	under the Contract have	assurance to Owner, considered in the Contral been used to pay Contral	of Documents, (2) all sur	ns previously paid to
1 CONTRACT AMOUNT	5	640,000.00	obligations payment.	under the Contract for V	Vork previously paid for,	and (3) Contractor is leg	gally entitled to this
2 SUM OF ALL CHANGE ORDERS		\$19,955.00	CONTRACT	TOR			
3 CURRENT CONTRACT AMOUNT (Line 1 + Line	9 2)	\$559,955.00	Ву	Chr	is Serie	Date:	12/25/2021
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)	<u>s</u>	599,995,50					
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$ 59,999,55						
5 TOTAL COMPLETED AND STORED LESS RETAIN	AGE -	\$59,999.55 \$539.995.95	Certific	ation			
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS	š	463,495,95			itect's signatures below 1. They haveinspected		
(Line 6 from Prior Application) B PAYMENT DUE	F	\$76,500.00	accurately st	ates the amount of Wor	to extent indicated in this	s application, 3. this App	Hamilton Colo Phi
BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$119,959,05	\$75,500,00	Certified An	Architect know of no re	eason why payment sho	uld not be made.	
SUMMARY OF CHANGE ORDER Ad	ditions	Deductions	If the cartifu	and a married in wife and a few	and the state of the	a diameter	7. 7.000
Total changes approved in previous months			GENERAL C	ONTRACTOR:	om the payment due, you		nation. Initial all figu
Total changes approved this month			ARCHITECT By:			Date:	
TOTALS 5	0.00	\$0.00	Neither this A	application nor payment	applied for herein is ass	Date:	Daymant shall be
NET CHANGES 8	0,00		made unity to	Contractor, and is with	out prejudice to any right	s of Owner or Contracto	r under the

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CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION# DATE OF APPLICATION 10/25/2021

PERIOD THRU

A	В	C	D	E	1 -		s	UBCONTRACT #	
		-		ED WORK	F	G	-	H	
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
01 02 03 04 05 06 07 08 09 10 11 25 26 27 28 29 30 31 32 33 34 35 36 37	Billing for 10% of project Showers stored at Hervester Building PARTS FOR GENERATIONS Labor Senior Center Materials for Generations Labor for apartments Labor for Senior Center Labor for Apartments Labor for Apartments	\$ 659,955.00	\$ 65,995.50 \$ 25,000.00 \$ 110,000.00 \$ 50,000.00 \$ 100,000.00 \$ 60,000.00 \$ 50,000.00 \$ 54,000.00	\$ 85,000.00		\$ 65,995,50 \$ 25,000,00 \$ 110,000,00 \$ 50,000,00 \$ 60,000,00 \$ 50,000,00 \$ 54,000,00 \$ 54,000,00 \$ 5 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	10%	\$ 593,959,50 \$ 588,959,50 \$ 458,959,50 \$ 408,959,50 \$ 248,959,50 \$ 198,959,50 \$ 198,959,50 \$ 59,959,50 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5	\$ 6,599.51 \$ 2,500.00 \$ 11,000.00 \$ 5,000.00 \$ 6,000.00 \$ 5,400.00 \$ 5,400.00 \$ 8,500.00
38	SUB-TOTALS	\$ 659,955,00	£ 514 005 55	A		\$ 4	1	\$.	
_	- 14 It IN IN	000,000,000	\$ 514,995.50	\$ 85,000.00	5 -	\$ 599,995.50	91%	\$ 198,959,50	\$ 59,999.55

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	nerations on 1st 105 1st Ave N irgo ND 58102	PROJECT:	Generations 26 1st Av Watertown S	re SW SD 57201	Application # Period Start Period End	8 12/26/2021 1/25/2022		oution To: tight, Inc.
182 Castle	Atertight, Inc. 273 464th Ave ewood, SD 57223				Application Date Subcontract			
	SUMMARY OF WO	RK						
Application is made for pay				Contractor's si	anature below is his	astirance la Ounes con	ceming the payment here	and the same of the same
Continuation Page is Atlact	ned			I I I tue AAGLE U	as been performed a	s required in the Contract	Documents /2) all arms	manufacture of a state to
1 CONTRACT AMOUNT		4	640,000.00	Contractor und	ter the Contract have	been used to pay Contra	actor's cost for labor, mate and (3) Contractor is legal	dale and ather
2 SUM OF ALL CHANGE	ORDERS	_	\$19,955.00	CONTRACTO	R:			
3 CURRENT CONTRACT	AMOUNT (Line 1 + Line 2)	-	\$659,955.00	Ву:	Our	is Serie	Date:	1/25/2022
4 TOTAL COMPLETED AN	and the characteristic	_3	634,995,50					
5 RETAINAGE: a. 10% of completed we (Columns D+E on Col b. 10% of Material Store (Column F on Continu Total Retainage (Line 5a	ntinuation Page) ed - ration Page) + 5b or	\$ 63,499.5						
column I on Continuat	VIII A VIII A A A A A A A A A A A A A A	_	\$63,499.55	-				
TOTAL COMPLETED AN	D STORED LESS RETAINA	SE	\$571,495,95	Certificat	tion			
(Line 4 Minus Line 5 Total	0							
(Line 4 Minus Line 5 Total	ENT APPLICATIONS	_5	539,995,95	Such work has	on Manager and Arch trein applied for, that; been completed to the	 They haveinspected to a extent indicated in this. 	re their assurance to Own	is Application, 2.
(Line 4 Minus Line 5 Total 7 LESS PREVIOUS PAYMI	ENT APPLICATIONS	_5		Such work has accurately state	on Manager and Archi rein applied for, that; been completed to the st the amount of Wor	They haveinspected to a extent indicated in this completed and payment	he Work represented by It application, 3, this Applica-	is Application, 2.
(Line 4 Minus Line 5 Total 7 LESS PREVIOUS PAYMI (Line 6 from Prior Applica	ENT APPLICATIONS	\$88,459,05	\$31,500,00	Such work has accurately state	in Manager and Architerein applied for that: been completed to the iss the amount of Wor richitect know of no m	 They haveinspected to a extent indicated in this. 	he Work represented by It application, 3, this Application at the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the st	is Application, 2.
(Line 4 Minus Line 5 Tota) LESS PREVIOUS PAYMI (Line 6 from Prior Applica PAYMENT DUE BALANCE TO COMPLE (Line 3 Minus Line 6)	ENT APPLICATIONS TION		\$31,500.00	Such work has accurately state Manager and A Certified Amor	on Manager and Architerin applied for, that: been completed to the test the amount of Wor nchited know of no n	They haveinspected to the extent indicated in this k completed and payment eason why payment should	he Work represented by it application, 3, this Applica- it due therefor, and 4, Con ld not be made	is Application, 2. tion for Payment struction
(Line 4 Minus Line 5 Total LESS PREVIOUS PAYMI (Line 6 from Prior Applica PAYMENT DUE BALANCE TO COMPLE: (Line 3 Minus Line 5) SUMMARY OF CHANCE Total changes approved in	ENT APPLICATIONS TION GE ORDER Additi		\$31,500,00	Such work has accurately state Manager and A Certified Amou (If the certified of GENERAL CO)	on Manager and Archi- rein applied for, that- been completed to it- es the amount of Wor richitect know of no no unit	They haveinspected to the extent indicated in this k completed and payment eason why payment should	he Work represented by It application, 3, this Application at the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the state of the the state of the state of the st	is Application, 2. tion for Payment struction
(Line 4 Minus Line 5 Total LESS PREVIOUS PAYMI (Line 6 from Prior Applica PAYMENT DUE BALANCE TO COMPLE (Une 3 Minus Line 6) SUMMARY OF CHANC Total changes approved in	ENT APPLICATIONS TION GE ORDER Addition of previous		\$31,500.00	Such work has accurately state Manager and A Certified Amou (If the certified a GENERAL COI By: ARCHITECT:	on Manager and Archi- rein applied for, that- been completed to it- es the amount of Wor richitect know of no no unit	They haveinspected to the extent indicated in this k completed and payment eason why payment should	he Work represented by It application, 3 this Application, 3 this Application and 4. Con lid not be made. Date: Date: Date: Date:	is Application, 2. tion for Payment struction
(Line 4 Mirrus Line 5 Total LESS PREVIOUS PAYMI (Line 6 from Prior Applica PAYMENT DUE BALANCE TO COMPLE: (Line 3 Minus Line 5) SUMMARY OF CHANG Total changes approved in	ENT APPLICATIONS TION GE ORDER Addition of previous	ons	\$31,500.00	Such work has accurately state Manager and A Certified Amou (If the certified GENERAL COI By: ARCHITECT: By:	on Manager and Archirein applied for, that been completed to it as the amount of Wor rehited know of no nunt.	They haveinspected the extent indicated in this is extent indicated in this is completed and payment eason why payment should be extended in the payment due, you are the payment due, you	he Work represented by it application, 3 this Application application, 3 this Applicat due therefor, and 4, Conlid not be made. Date: Should attach an explana	is Application, 2. tition for Payment struction truction initial all figu

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CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION# DATE OF APPLICATION PERIOD THRU

10/25/2021

A	8	C	D	E	1 F	1	5	UBCONTRACT#	
- 1				ED WORK	-	G		н	
#	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
04	Billing for 10% of project Showers stored at Harvester Building PARTS FOR GENERATIONS Labor Senior Center Materials for Generations Labor for apartments Labor for Apartments Labor for Apartments Rough in all floors	\$ 659,955,00	\$ 65,995,50 \$ 25,000,00 \$ 110,000,00 \$ 50,000,00 \$ 80,000,00 \$ 50,000,00 \$ 54,000,00 \$ 85,000,00	\$ 35,000,00		\$ 65,995,50 \$ 25,000.00 \$ 110,000.00 \$ 50,000.00 \$ 60,000.00 \$ 54,000.00 \$ 35,000.00 \$ 35,000.00 \$ 35,000.00 \$ 35,000.00 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5	10%	\$ 593,959,50 \$ 568,959,50 \$ 458,959,50 \$ 408,959,50 \$ 248,959,50 \$ 198,959,50 \$ 144,959,50 \$ 159,959,50 \$ 35,000,00) \$	\$ 8,599.5 \$ 2,500.0 \$ 11,000.0 \$ 5,000.0 \$ 10,000.0 \$ 5,000.0 \$ 5,000.0 \$ 5,400.0 \$ 3,500.0
30	OUR FOTAL S	1				\$		5	
	SUB-TOTALS	\$ 659,955,00	\$ 599,995.50	\$ 35,000.00	s -	\$ 634,995.50	96%	\$ 198,959,50	\$ 63,499,55

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To: Generations on 1s	t PROJECT:	Generations	on fet	Application of	9	-	19 11 1
1405 1st Ave N		26 1st Av		Application #			stribution To:
Fargo ND 58102		Watertown S		Period Start	1/25/2022	Wa	itertight, Inc.
		waterrown 2	D 5/201	Period End	4/25/2022		
FROM:				Application Date			
Watertight, Inc.				Subcontract #.			
18273 464th Ave				Date of Contract			
Castlewood, SD 572	22						
FOR:	23						
CONTRACTORS SUMMARY	OF WORK		1				
Application is made for payment as shown be Continuation Page is Attached	low.		Contractor	s signature below is his a	ssurance to Owner, con	cerning the payment h	erein applied for the
Continuation Page is Attached			(1) THE AND	k has been performed as	required in the Contract	Documente (2) all eu	one measurements and it
Paradical internal			obligations	under the Contract have under the Contract for W	ode previously paid for a	ector's cost for labor, m	sterials and other
CONTRACT AMOUNT		\$ 640,000.00	payment.		an praviously paid idi, a	nio (5) Contractor is is	dank aumen to mis
Charles are adversarial and a second			1.000				
2 SUM OF ALL CHANGE ORDERS		\$19,955.00	CONTRAC	TOR:			
3 CURRENT CONTRACT AMOUNT (Line	1 + Line 2)	\$659,955.00	By:	Chris	s Serie	Date	4/25/202
						Dais	77207202
4 TOTAL COMPLETED AND STORED		\$ 659,995,00					
(Column G on Continuation Page)							
5 RETAINAGE:							
a. 10% of completed work							
(Columns D+E on Continuation Page)		_					
b. 10% of Material Stored							
(Column F on Continuation Page)	-	_					
Total Retainage (Line 5a + 5b pr							
column I on Continuation Page)		****					
		\$0.00		3.77			
TOTAL COMPLETED AND STORED LESS	RETAINAGE	\$559,995.00	Certific	ation			
(Line 4 Minus Line 5 Total)	4						
LESS PREVIOUS PAYMENT APPLICATION	NS	\$571,535.95	The constru	ction Manager and Archit	ect's signatures below a	re their assurance to 0	wner, concerning
(Line 6 from Prior Application)			OUGH WORK I	t herein applied for, that: as been completed to the	e extent indicated in this	application 7 this As-	Allowed and Charles and
PAYMENT DUE	T	\$88,459.05	accurately 3	tales the amount of Work	completed and navmen	I thing therefor and d	Construction
BALANCE TO COMPLETION				d Architect know of no re	ason why payment shou	ld not be made.	
(Line 3 Minus Line 6)	\$0.0	00	Certified Ar	nount		Date:	
SUMMARY OF CHANGE ORDER	Additions	Deductions	(If the certific	ed amount is different fro	m the payment due you	should attach as and	enetice total : # P-
Total changes approved in previous			GENERAL C	CONTRACTOR:	haliten and lan	ansura anach an axpl	anauon. Injuai ali fig
months			By:			Date:	
77			ARCHITECT			Date	
Total changes approved this month			By:			Date:	
TOTALS	\$0,00	\$0.00	Neither this	Application nor payment	annied for berein is assi	anabla ac manufable	December 1911
NET CHANGES		90,00		Contractor, and is withou	-haires in liniality is \$321	grimum of negotiable.	rayment shall be

Page 1

Generations payment request.xlsx

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CONTINUATION PAGE

APPLICATION# DATE OF APPLICATION Payment application containing Contractor's signature is attached. 4/25/2022 PERIOD THRU

A	В	C	D	E	F		S	UBCONTRACT#	_
				TED WORK	-	G		1	J
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLET E (G/C)	BALANCE TO COMPLETIO N (C-G)	RETAINAGE
	Bifling for 10% of project Showers stored at Harvester Building PARTS FOR GENERATIONS Labor Senior Center Materials for Generations Labor for apartments Labor for Senior Center Labor for Apartments Labor for Apartments Rough in all floors Trim out all floors and finish plumbing	\$ 859,955.00	\$ 65,995,50 \$ 25,000,00 \$ 110,000,00 \$ 50,000,00 \$ 60,000,00 \$ 54,000,00 \$ 85,000,00 \$ 85,000,00 \$ 35,000,00 \$ 24,959,50			\$ 65,995.50 \$ 25,000.00 \$ 110,000.00 \$ 50,000.00 \$ 60,000.00 \$ 50,000.00 \$ 54,000.00 \$ 35,000.00 \$ 35,000.00 \$ 24,959.50 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	10%	\$ 593,959,50 \$ 568,959,50 \$ 458,959,50 \$ 408,959,50 \$ 308,959,50 \$ 198,959,50 \$ 194,959,50 \$ 59,959,50 \$ 24,959,50 \$	\$ 6,599.51 \$ 2,500.00 \$ 11,000.00 \$ 5,000.00 \$ 6,000.00 \$ 5,400.00 \$ 3,500.00 \$ 3,500.00
~	SUB-TOTALS	\$ 659,955,00	\$ 659,955.00	\$.		\$ 659,955,00	100%	s .	

Generations payment request.xlsx

Tof

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Exhibit E

Watertight, Inc.

Generations Estimate and Invoices

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Watertight Inc. 18273 464th Ave Castlewood, SD 57223 (605) 237-1221

watertightcorp@gmail.com



Estimate

ADDRESS

Jesse Kiihl 100 East Kemp Ave Suite E Watertown, SD 57201 ESTIMATE # Gens/1304 DATE 03/11/2021 EXPIRATION DATE 04/13/2021

DATE

ACTIVITY

OTY

RATE

AMOUNT

Sales

Generations plumbing bid includes.

640,000.00

640,000.00

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets 84-Lavatory sink plumbing. 84-Toilet plumbing. 72-Kitchen sink plumbing w/ Dishwasher valves and drain tee. 72-Clothes washer boxes. 146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms Mechanical.

2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system 1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters Roof Drains.

32-Roof drains according to plan Parking garage.

7-Basic round floor drains where shown with no traps.

1-Striem OS-75 gpm sand/oil separator.

Doc 5xhibits 22-28 Page 111 of 189 Case 25-30004 /25 16:39:43 Document Page 89 of 126

DATE ACTIVITY QTY RATE AMOUNT

Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut off's in mech room for each floor.

Scope of work.

Labor for plumbing Groundwork, Rough-

In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X.-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders

Risk Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump

pumps figured.

X-Sewer, Water, and Storm Sewer to be

stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for

Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building

Sales 4,655.00 4,655.00 Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA

elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales 15,000.00 15,000.00

Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease interceptor w/

If not paid within 30 days there will be a 1.5% per month interest charge.

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Document Page 90 of 126

DATE

ACTIVITY

QTY

RATE

AMOUNT

comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in

CVR

Sales

Per addendum 6

300.00 300.00

1- Washer box

Does not included dryer portion

TOTAL

\$659,955.00

Accepted By

Accepted Date

5-20-21

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO

Generations on 1st 1405 First Ave N Fargo, ND 58102 SHIP TO

Generations on 1st 1405 First Ave N Fargo, ND 58102 INVOICE

DATE

2849 05/24/2021

DUE DATE 06/23/2021

DATE

ACTIVITY

QTY

RATE

AMOUNT

Sales

0.0928047

640,000.00

59,395.00

Generations plumbing bid includes.

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets 84-Lavatory sink plumbing. 84-Toilet plumbing. 72-Kitchen sink plumbing w/ Dishwasher valves and drain tee. 72-Clothes washer boxes. 146- Stainless basket strainers for kitchen sinks

Mechanical. 2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

3- Rough in plumbing for soaking rooms

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no traps.

1-Striem OS-75 gpm sand/oil separator. Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut off's in mech room for each floor.

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Labor for plumbing Groundwork, Rough-In, a trim out. Water lines ran in PEX	nd			
Drains and vents ran in PVC. Not Included.				
X-No toilets, sinks, faucets, X-No floor drains for clothes washers XNo ice maker boxes				
X-No water or gas meters. X-No exercise tax, Bonds, or Builders Risk insurance figured. X-No radon piping or systems.				
X-No sump pumps or elevator sump pumps figured. X-Sewer, Water, and Storm Sewer to be stubb				
in by others. X-Temporary heat, de-watering, and replacing unsuitable soil not included. X-Soaking tubs for soaking rooms shown on p	1			
This bid also includes the plumbing and installation of		0		0.00
1- Ice box 1- kitchen sink and faucet 1-Water supply valve and drain tee for Dishwasher. For residential kitchen.				
This bid does not included the ICAP part of the building		0		0.00
Sales Bid for Bathrooms in Senior Center Installation of fixtures 7-Floor mount toilets 16-1/2" ADA elongated 7- 1955CTBP 000 White Elongated plastic sea 7- Handle flush valves 3- Trimbrook Urinals with Handle flush valves	at	0	4,655.00	0.00
8- Delta 501-DST lav faucets 8- Lucerne 20-1/2x 18-1/4x 12-1/4in. 8- 760W-1 1-1/4 17G Offset Gr Drain. This does not include the dividers and grab ba	rs			
Sales Bid for Icap part of generations Drains are ran in pvc Water lines are ran in pex Ground work and rough in and trim out Fixtures are provided by Icap 1-4 PE GB75 Grease interceptor w/ comp cvr		0	15,000.00	0.00
1- FCR2 GRT BSN FLUID CUT RSR 24in CVR	b.			
Sales Per addendum 6 1- Washer box Does not included dryer portion		0	300.00	0.00
	SUBTOTAL			59,395.00
	TAX			0.00
	TOTAL			59,395.00

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PAYMENT	59,395.00
BALANCE DUE	\$0.00
	PAID
Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500,00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2849	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO Generations on 1st 1405 First Ave N

Fargo, ND 58102

SHIP TO Generations on 1st 1405 First Ave N Fargo, ND 58102

MVOICE DATE DUEDATE

2769 06/30/2021 07/15/2021

DATE

ACTIVITY

OTY

RATE

AMOUNT

Sales

0.0351577

640,000.00

22,500.95

Generations plumbing bid includes.

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30

showers w/ seats and Moen Brushed Nickel shower faucets

73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets

84-Lavatory sink plumbing.

84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms Mechanical.

2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no traps.

1-Striem OS-75 gpm sand/oil separator. Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each floor.

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Case 25-30004

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PAID

Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2769	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO Generations on 1st

1405 First Ave N Fargo, ND 58102 SHIP TO

Generations on 1st 1405 First Ave N Fargo, ND 58102

INVOICE

2770

DATE DUE DATE 07/31/2021 08/15/2021

DATE

ACTIVITY

QTY

RATE

AMOUNT

Sales

0.1546875

640,000.00

99,000.00

Generations plumbing bid includes.

Apartments.

bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel

Brushed Nickel shower faucets

84-Lavatory sink plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves

72-Clothes washer boxes.

Mechanical.

2-300,000 Btu gas high efficiency water heaters

1-199,000 btu gas high efficiency water heater

with expansion tank, recirc system

1-Gas piping for Water heaters and parking garage heaters

32-Roof drains according to plan

7-Basic round floor drains where shown with no

1-Striem OS-75 gpm sand/oil separator. Core drilling for plumbing only is included

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each

floor.

Scope of work.

3-White handicap shower with seat and grab

shower faucets

73- Salo S160-36 showers w/ seats and Moen

84-Toilet plumbing.

and drain tee.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms

with expansion tanks, recirc system

1-Floor drain in mechanical room

Roof Drains.

Parking garage.

Utility room.

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Labor for plumbing Groundwork, Rough-In, and			
trim out.			
Water lines ran in PEX			
Drains and vents ran in PVC.			
Not Included.			
X-No toilets, sinks, faucets,			
X-No floor drains for clothes washers			
XNo ice maker boxes			
X-No water or gas meters.			
X-No exercise tax, Bonds, or Builders Risk insurance figured.			
X-No radon piping or systems.			
X-No sump pumps or elevator sump pumps			
figured.			
X-Sewer, Water, and Storm Sewer to be stubbed			
in by others.			
X-Temporary heat, de-watering, and replacing			
unsuitable soil not included.			
X-Soaking tubs for soaking rooms shown on plan			
This bid also includes the plumbing and			2.5
installation of	0		0.00
1- Ice box			
1- kitchen sink and faucet			
1-Water supply valve and drain tee for			
Dishwasher:			
For residential kitchen.			
This bid does not included the ICAP part of the	0		0.00
building			0.00
Sales		15.000.32	
Bid for Bathrooms in Senior Center	0	4,655.00	0.00
Installation of fixtures			
7-Floor mount toilets 16-1/2" ADA elongated			
7- 1955CTBP 000 White Elongated plastic seat			
7- Handle flush valves			
3- Trimbrook Urinals with Handle flush valves			
8- Delta 501-DST lav faucets			
8- Lucerne 20-1/2x 18-1/4x 12-1/4in.			
8- 760W-1 1-1/4 17G Offset Gr Drain.			
This does not include the dividers and grab bars			
Sales	0	15,000.00	0.00
Bid for Icap part of generations		10,000.00	0.00
Drains are ran in pvc			
Water lines are ran in pex			
Ground work and rough in and trim out			
Fixtures are provided by Icap			
1- 4 PE GB75 Grease interceptor w/ comp cvr 1- FCR2 GRT BSN FLUID CUT RSR 24in CVR			
1-1 ONE ON 1 DON FLUID GUT KSK 24IN GVR			
Sales	0	300.00	0.00
Per addendum 6		Continue	0.00
1- Washer box			
Does not included dryer portion			
*			
PAY	MENT		99,000.00
0.31	CONTRACTOR OF		99,000,00
~			22,22,222
DATE.	ANGE DUE		\$0.00

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PAID

Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2770	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO

Generations on 1st 1405 First Ave N Fargo, ND 58102

SHIP TO

Generations on 1st 1405 First Ave N Fargo, ND 58102

MYDICE

2790

DATE 08/25/2021 DUEDATE

09/15/2021

DATE

ACTIVITY

QTY

RATE

AMOUNT

0.2109375

640,000.00

135,000.00

Generations plumbing bid includes.

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen

Brushed Nickel shower faucets 84-Lavatory sink plumbing.

84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms Mechanical.

2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no traps.

1-Striem OS-75 gpm sand/oil separator.

Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each

floor.

Case 25-30004

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Labor for plumbing Groundwork, Rough-In, and trim out.	d			
Water lines ran in PEX Drains and vents ran in PVC.				
Not included.				
X-No toilets, sinks, faucets, X-No floor drains for clothes washers				
XNo ice maker boxes				
X-No water or gas meters.				
X-No exercise tax, Bonds, or Builders Risk				
insurance figured.				
X-No radon piping or systems.				
X-No sump pumps or elevator sump pumps				
figured.	ā.			
X-Sewer, Water, and Storm Sewer to be stubbe in by others.	a			
X-Temporary heat, de-watering, and replacing				
unsuitable soil not included.				
X-Soaking tubs for soaking rooms shown on pla	an			
This bid also includes the plumbing and		0		0.00
installation of				0.00
1- Ice box				
1- kitchen sink and faucet				
1-Water supply valve and drain tee for				
Dishwasher. For residential kitchen.				
This bid does not included the ICAP part of the		0		0.00
building				
Sales		0	4,655.00	0.00
Bid for Bathrooms in Senior Center			4-1-1-1	4457
Installation of fixtures				
7-Floor mount toilets 16-1/2" ADA elongated				
7- 1955CTBP 000 White Elongated plastic seat 7- Handle flush valves				
3- Trimbrook Urinals with Handle flush valves				
8- Delta 501-DST lav faucets				
8- Lucerne 20-1/2x 18-1/4x 12-1/4in.				
8-760W-1 1-1/4 17G Offset Gr Drain.				
This does not include the dividers and grab bar	s			
Sales		0	15,000.00	0.00
Bid for lcap part of generations			,	0.00
Drains are ran in pvc				
Water lines are ran in pex				
Ground work and rough in and trim out				
Fixtures are provided by Icap 1- 4 PE GB75 Grease interceptor w/ comp cvr				
1- FCR2 GRT BSN FLUID CUT RSR 24in CVR				
Sales		0	300.00	0.00
Per addendum 6		U	300.00	0,00
1- Washer box				
Does not included dryer portion				
	PAYMENT			125 000 00
	CATALCIAL			135,000.00

\$0.00 BALANCE DUE

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-	15	-	

Estimata Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2790	\$0.00
Total invoiced	660,955.00

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Document Page 103 of 126

Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com.



INVOICE

BILL TO

Generations on 1st 1405 First Ave N Fargo, ND 58102 SHIP TO

Generations on 1st 1405 FirstAve N Fargo, ND 58102 INVOICE

DUE DATE

DATE

2799 09/21/2021 10/15/2021

DATE

ACTIVITY

OTY

RATE

AMOUNT

Sales

Generations plumbing bid includes.

0.15625

640,000.00

100,000.00

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets

84-Lavatory sink plumbing. 84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms Mechanical.

2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no traps

1-Striem OS-75 gpm sand/oil separator.

Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each floor.

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34	LANCE DUE		\$0.00
PA	YMENT		100,000.00
Sales Per addendum 6 1- Washer box Does not included dryer portion	0	300.00	0.00
Sales Bid for Icap part of generations Drains are ran in pvc Water lines are ran in pex Ground work and rough in and trim out. Fixtures are provided by Icap 1- 4 PE GB75 Grease interceptor w/ comp cvr 1- FCR2 GRT BSN FLUID CUT RSR 24in CVR	0	15,000.00	0.00
Sales Bid for Bathrooms in Senior Center Installation of fixtures 7-Floor mount toilets 16-1/2" ADA elongated 7- 1955CTBP 000 White Elongated plastic seat 7- Handle flush valves 3- Trimbrook Urinals with Handle flush valves 8- Delta 501-DST lav faucets 8- Lucerne 20-1/2x 18-1/4x 12-1/4in. 8- 760W-1 1-1/4 17G Offset Gr Drain. This does not include the dividers and grab bars	0	4,655.00	0.00
This bid does not included the ICAP part of the building	O	a sectada	0.00
This bid also includes the plumbing and installation of 1- Ice box 1- kitchen sink and faucet 1-Water supply valve and drain tee for Dishwasher. For residential kitchen.	0		0.00
trim out. Water lines ran in PEX Drains and vents ran in PVC. Not Included. X-No toilets, sinks, faucets, X-No floor drains for clothes washers XNo ice maker boxes X-No water or gas meters. X-No exercise tax, Bonds, or Builders Risk insurance figured. X-No radon piping or systems. X-No sump pumps or elevator sump pumps figured. X-Sewer, Water, and Storm Sewer to be stubbed in by others. X-Temporary heat, de-watering, and replacing unsuitable soil not included. X-Soaking tubs for soaking rooms shown on plan			

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PAID

Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2799	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87

Castlewood, SD 57223
+16052371221
plumbing@watertightcorp.com



INVOICE

Generations on 1st 1405 First Ave N

Fargo, ND 58102

SHIP TO
Generations on 1st

1405 First Ave N Fargo, ND 58102 INVOICE

2834

DATE DUE DATE 10/25/2021

DATE

ACTIVITY

QTY

RATE

AMOUNT

Sales

0.0759375

640,000.00

48,600.00

Generations plumbing bid includes.

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets

73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets 84-Lavatory sink plumbing.

84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms

Mechanical.

2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater

with expansion tank, recirc system 1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking

garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no

traps

1-Striem OS-75 gpm sand/oil separator.

Core drilling for plumbing only is included

Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each

floor.

Case 25-30004

Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 107 of 126 Case 25-30004

Labor for plumbing Groundwork, Rough-In, and trim out. Water lines ran in PEX Drains and vents ran in PVC. Not Included. X-No toilets, sinks, faucets, X-No floor drains for clothes washers XNo ice maker boxes X-No water or gas meters. X-No exercise tax, Bonds, or Builders Risk insurance figured. X-No radon piping or systems. X-No sump pumps or elevator sump pumps figured. X-Sewer, Water, and Storm Sewer to be stubbed in by others. X-Temporary heat, de-watering, and replacing unsuitable soil not included.				
X-Soaking tubs for soaking rooms shown on pla	in			
This bid also includes the plumbing and installation of 1- lce box 1- kitchen sink and faucet 1-Water supply valve and drain tee for Dishwasher. For residential kitchen.		0		0.00
This bid does not included the ICAP part of the building		0		0.00
Sales Bid for Bathrooms in Senior Center Installation of fixtures 7-Floor mount toilets 16-1/2" ADA elongated 7-1955CTBP 000 White Elongated plastic seat 7- Handle flush valves 3- Trimbrook Urinals with Handle flush valves 8- Delta 501-DST lav faucets 8- Lucerne 20-1/2x 18-1/4x 12-1/4in. 8-760W-1 1-1/4 17G Offset Gr Drain. This does not include the dividers and grab bars		0	4,655.00	0.00
Sales Bid for Icap part of generations Drains are ran in pvc Water lines are ran in pex Ground work and rough in and trim out Fixtures are provided by Icap 1- 4 PE GB75 Grease interceptor w/ comp cvr 1- FCR2 GRT BSN FLUID CUT RSR 24in CVR		0	15,000.00	0.00
Sales Per addendum 6 1- Washer box Does not included dryer portion		0	300.00	0.00
	SUBTOTAL			48,600.00
	TAX			0.00
	TOTAL			48,600.00

Case 25-30004

Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 108 of 126 Case 25-30004

PAYMENT	48,600.00
BALANCE DUE	\$0.00
	PAID
Estimata Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2957	88,459.05
This invoice 2834	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +18052371221 plumbing@watertightcorp.com



INVOICE

BILL TO Generations on 1st 1405 First Ave N Fargo, ND 58102

SHIP TO

Generations on 1st 1405 First Ave N Fargo, ND 58102

MINDICE 2856 DATE

12/25/2021 DIVE DATE 01/24/2022

DATE

ACTIVITY

RATE

AMOUNT

Sales

0.1195313

640,000.00

76,500.00

Generations plumbing bid includes.

Apartments. 3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets 84-Lavatory sink plumbing. 84-Toilet plumbing. 72-Kitchen sink plumbing w/ Dishwasher valves and drain tee. 72-Clothes washer boxes. 146- Stainless basket strainers for kitchen sinks

2-300,000 Btu gas high efficiency water heaters

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

garage heaters

Parking garage.

7-Basic round floor drains where shown with no

1-Striem OS-75 gpm sand/oil separator. Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet. 1- Plumbing for shut offs in mech room for each

floor.

Case 25-30004

Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 110 of 126

Labor for plumbing Groundwork, Rough-In, artrim out. Water lines ran in PEX Drains and vents ran in PVC. Not Included. X-No toilets, sinks, faucets, X-No floor drains for clothes washers XNo ice maker boxes X-No water or gas meters. X-No exercise tax, Bonds, or Builders Risk insurance figured. X-No radon piping or systems. X-No sump pumps or elevator sump pumps figured. X-Sewer, Water, and Storm Sewer to be stubbe in by others. X-Temporary heat, de-watering, and replacing unsuitable soil not included. X-Soaking tubs for soaking rooms shown on p	ed			
This bid also includes the plumbing and installation of 1- loe box 1- kitchen sink and faucet 1-Water supply valve and drain tee for Dishwasher. For residential kitchen.		0		0.00
This bid does not included the ICAP part of the building	R 13	0		0.00
Sales Bid for Bathrooms in Senior Center Installation of fixtures 7-Floor mount toilets 16-1/2" ADA elongated 7- 1955CTBP 000 White Elongated plastic sea 7- Handle flush valves 3- Trimbrook Urinals with Handle flush valves 8- Delta 501-DST lav faucets 8- Lucerne 20-1/2x 18-1/4x 12-1/4in. 8- 760W-1 1-1/4 17G Offset Gr Drain. This does not include the dividers and grab ba	at	0	4,655.00	0.00
Sales Bid for Icap part of generations Drains are ran in pvc Water lines are ran in pex Ground work and rough in and trim out Fixtures are provided by Icap 1- 4 PE GB75 Grease interceptor w/ comp cvr 1- FCR2 GRT BSN FLUID CUT RSR 24in CVR		0	15,000.00	0.00
Sales Per addendum 6 1- Washer box Does not included dryer portion		0	300.00	0.00
	SUBTOTAL			76,500.00
	TAX			0.00
	TOTAL			76,500.00

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PAYMENT	76,500.00
BALANCE DUE	\$0.00
	PAID
Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2856	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILLTO Generations on 1st 1405 First Ave N

Fargo, ND 58102

SHIP TO Generations on 1st 1405 First Ave N Fargo, ND 58102

IMVoice: 2886 DATE 03/13/2022 **DUE DATE** 04/12/2022

DATE ACTIVITY

OTY

RATE

THUCMA

Sales

0.0492188

640,000.00

31,500.00

Generations plumbing bid includes.

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets 84-Lavatory sink plumbing.

84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms

2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no

1-Striem OS-75 gpm sand/oil separator.

Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each

floor.

Case 25-30004

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Labor for plumbing Groundwork, Rough-In, and trim out. Water lines ran in PEX	i			
Drains and vents ran in PVC.				
Not Included.				
X-No toilets, sinks, faucets, X-No floor drains for clothes washers				
XNo ice maker boxes				
X-No water or gas meters.				
X-No exercise tax, Bonds, or Builders Risk				
insurance figured.				
X-No radon piping or systems.				
X-No sump pumps or elevator sump pumps				
figured.				
X-Sewer, Water, and Storm Sewer to be stubbed	d			
in by others.				
X-Temporary heat, de-watering, and replacing				
unsuitable soil not included. X-Soaking tubs for soaking rooms shown on pla	an.			
A-Godking tobs for spaking rooms shown on pie	211			
This bid also includes the plumbing and		0		0.00
installation of				
1- Ice box				
kitchen sink and faucet Water supply valve and drain tee for				
Dishwasher.				
For residential kitchen.				
7		12.		.06.0
This bid does not included the ICAP part of the		0		0.00
building				
Sales		0	4,655.00	0.00
Bid for Bathrooms in Senior Center				
Installation of fixtures				
7-Floor mount toilets 16-1/2" ADA elongated				
7- 1955CTBP 000 White Elongated plastic seat 7- Handle flush valves				
3- Trimbrook Urinals with Handle flush valves				
8- Delta 501-DST lay faucets				
8- Lucerne 20-1/2x 18-1/4x 12-1/4in.				
8-760W-1 1-1/4 17G Offset Gr Drain.				
This does not include the dividers and grab bar	S			
Sales		0	15 000 00	0.00
Bid for Icap part of generations		0	15,000.00	0.00
Drains are ran in pvc				
Water lines are ran in pex				
Ground work and rough in and trim out				
Fixtures are provided by lcap				
1- 4 PE GB75 Grease interceptor w/ comp cvr				
1- FCR2 GRT BSN FLUID CUT RSR 24in CVR				
Sales		0	300.00	0.00
Per addendum 6		17		0.00
1- Washer box				
Does not included dryer portion				
	SUBTOTAL			31,500.00
	TAK			0.00
	FOTAL			31,500,00

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PAYMENT	31,500.00
BALANCE DUE	\$0.00
	PAID
Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2886	\$0.00
Total invoiced	660,955.00

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Watertight, Inc.

PO Box 87 Castlewood, SD 57223 +16052371221 plumbing@watertightcorp.com



INVOICE

BILL TO Generations on 1st 1405 First Ave N

Fargo, ND 58102

SHIP TO Generations on 1st 1405 First Ave N Fargo, ND 58102

INVOICE 2957 UATE 04/25/2022 DUEDATE 06/15/2022

DATE

ACTIVITY.

CTY

RATE

AMOUNT

Sales

0.1070376

640,000.00

68,504.05

Generations plumbing bid includes.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212 8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets 73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets 84-Lavatory sink plumbing. 84-Toilet plumbing. 72-Kitchen sink plumbing w/ Dishwasher valves and drain tee. 72-Clothes washer boxes. 146- Stainless basket strainers for kitchen sinks 3- Rough in plumbing for soaking rooms Mechanical.

2-300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no

1-Striem OS-75 gpm sand/oil separator. Core drilling for plumbing only is included Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each

Exhibits 22-28 Page 138 of 189
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Labor for plumbing Groundwork, Rough-In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X.-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk

insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps

figured.

X-Sewer, Water, and Storm Sewer to be stubbed

in by others.

X-Temporary heat, de-watering, and replacing

unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and

installation of

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for

Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building

Sales 4,655.00 4,655.00

Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8-760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales 15,000.00 15,000.00

Bid for lcap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1-4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales 300.00 300.00

Per addendum 6

1- Washer box

Does not included dryer portion

SUSTOTAL 88,459.05

TAX 0.00

TOTAL 88,459.05

Case 25-30004

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PAYMENT	88,459.05
BALANCE DUE	\$0.00
	PAID
Estimate Summary	
Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
This invoice 2957	\$0.00
Total invoiced	660,955.00

Exhibits 22-28 Page 140 of 189

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Exhibit F

Watertight, Inc.

Generations Payments

Exhibits 22-28 Page 141 of 189
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Graig Properties, LLC PO Box 426 Fagq, ND 58107

Fargo, NO \$6193

77-7859/2913

FIFTY NINE THOUSAND THREE HUNDRED NINETY FIVE AND 95/100 DOLLARS

06/18/21

\$39,395.95**

WATERTIGHT 18273 464TH AVE 57223 CASTLEWOOD, SD

Business Account ?

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Craig Properties, LLC

PO Box 426 Fargo, ND 66107 First Community Credit Union 4521 19th Avenue South Fargo, ND 58103 38670

77-7869/2913

**** ONE HINDRED FIFTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE ORDER OF 09/14/21

\$157,500.CC*

WATERTIGHT 18273 464TH AVE

CASTLEWOOD, SD 57223

Business Account

: £1.

. 2

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Exhibits 22-28 Page 143 of 189

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Craig Properties, LLC

PO Box 434 Faigo, ND 66167.

First Community Credit Union 4521 1915 Avenue South Fargo, ND 58163

38549

77-7869/2913

**** NINETY NINE THOUSAND AND 00/100 DOLLARS

TO THE CROSS OF

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

08/19/21

\$99,000.00**

Builgeas Account

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Craig Properties, LLC

PO Box-426 Fargo. ND 5810? First Community Credit Union 4521 19th Avenue South Fargo, ND 58103 38827

77-7869/2913

**** ONE HUNDRED THOUSAND AND 00/100 DOLLARS

TO,THE

10/08/21

\$100,000.00*

WATERTIGHT , 18273 464TH AVE

CASTLEWOOD, SD

57223

Business Account

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Craig Properties, LLC

PO Box-426 Fargo. ND 58107 First Community-Credit Union 4621 16th Avenue South Fargor NO 58103

77-7869/2913

**** TORTY EIGHT THOUSAND SIX HUNDRED AND OC/100 DOLLARS

11/08/21

\$48,600.00**

39002

WATERTIGHT 19273 464TH AVE CASTLEWOOD, SD

D 57223

Business Account

Authorized Signature

RRSB Ruins 04014

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Craig Properties, LLC PO Box 428 Fargo, ND 56107

First Community Credit Union 4521 19th Avenue South Fargo, NO 58103 39288

77-7869/2913

**** SEVENTY SIX THOUSAND FIVE HUNDRED AND 00'100 DOLLARS

TO THE ORDER OF

> WATERTIGHT 18273 464TH AVE

CASTLEWCOD, SD 57223

01/03/22

\$76,500.00**

Business Account

Authorized Signature

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Craig Properties, LLC PO Box 426 Pargo, ND 58167

First Community Credit Union 4521 19th Avenue South Fergo, ND 55103 39425

77-7869/2913

**** THIRTY ONE THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE ORDER OF 01/27/22

\$31,500.00**

WATERTIGHT 18273 464TH AVE

CASTLEWOOD, SD 57223

Business Account

Authorized Signature

Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 126 of 126

TO VERIFY AUTHERTOLTY SEE REVERSE SIDE FOR DESCRIPTION OF THE 17 SECURITY PERTURES

The Ruine, LLC 1405 1st Avo N

Red River State Bank 300 2nd Ave W Halatad, MN 56548 169

**** EIGHTY EIGHT THOUSAND FOUR HUNDRED FIFTY NINE AND 05/100 DOLLARS

TO THE ORDER OF

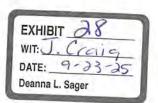
06/09/22

\$88,459.05**

WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223

Case 25-30004 Doc 114-3. Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Case 25-30004 Doc Exhibited 92/06/25 patered 09/28/25 06:30:46 Desc Main Document Page 1 of 41

		Doddinent 110	gc 1 01 41
Fill	in this information to iden	tify your case:	
Uni	ited States Bankruptcy Court	for the:	
DIS	STRICT OF NORTH DAKOTA	Α	
Cas	se number (if known)	Chapter	
V c	ore space is needed, attach	ion for Non-Individuals Final separate sheet to this form. On the top of any acted document, Instructions for Bankruptcy Forms	ditional pages, write the debtor's name and the case number (if know
1.	Debtor's name	The Ruins, LLC	
2.	All other names debtor used in the last 8 years		
	Include any assumed names, trade names and doing business as names		
3.	Debtor's federal Employer Identification Number (EIN)	37-1980547	
4.	Debtor's address	Principal place of business	Mailing address, if different from principal place of business
		1405 1st Avenue North	
		Fargo, ND 58102 Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
		Cass	Location of principal assets, if different from principal
		County	place of business 315 East Kemp Avenue Watertown, SD 57201
			Number, Street, City, State & ZIP Code
5.	Debtor's website (URL)		
6.	Type of debtor	Corporation (including Limited Liability Compa	ny (LLC) and Limited Liability Partnership (LLP))
6.	Type of debtor	Corporation (including Limited Liability Compa Partnership (excluding LLP)	ny (LLC) and Limited Liability Partnership (LLP))



Deb	The Ruins, LLC	Case number (if known)
7.	Describe debtor's business	A. Check one:
		Health Care Business (as defined in 11 U.S.C. § 101(27A))
		Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
		Railroad (as defined in 11 U.S.C. § 101(44))
		Stockbroker (as defined in 11 U.S.C. § 101(53A))
		Commodity Broker (as defined in 11 U.S.C. § 101(6))
		Clearing Bank (as defined in 11 U.S.C. § 781(3))
		None of the above
		B. Check all that apply
		Tax-exempt entity (as described in 26 U.S.C. §501)
		Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
		Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))
		NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes . 1522
8.	Under which chapter of the	Check one:
	Bankruptcy Code is the debtor filing?	Chapter 7
		Chapter 9
		Chapter 11. Check all that apply:
		Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
		The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
		The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
		A plan is being filed with this petition.
		Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
		The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
		The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
		Chapter 12
9.	Were prior bankruptcy cases filed by or against the debtor within the last 8	⊠ No. □ Yes.
	years? If more than 2 cases, attach a	
	separate list.	District When Case number District When Case number
-		
10.	Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?	□ No ⊠ Yes.

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Dep	Name			Ca	se number (if known)
	List all cases. If more than attach a separate list	1, Debto Distri			Relationship
		Distri	Ct	When	Case number, if known
1.	Why is the case filed in	Check all that ap	poly:		
	this district?	Debtor has	s had its domicile, princ	cipal place of business, or	principal assets in this district for 180 days immediately
		preceding	the date of this petition	or for a longer part of suc	ch 180 days than in any other district.
		A bankrup	tcy case concerning de	ebtor's affiliate, general pa	rtner, or partnership is pending in this district.
12.	Does the debtor own or have possession of any	⊠ No			
	real property or personal property that needs	Yes. Answe	r below for each prope	rty that needs immediate	attention. Attach additional sheets if needed.
	immediate attention?	Why d	oes the property need	d immediate attention? (Check all that apply \
					nd identifiable hazard to public health or safety.
			it is the hazard?		reality.
		☐ It n	eeds to be physically s	ecured or protected from	the weather.
		☐ It in	cludes perishable goo	ds or assets that could qu	ickly deteriorate or lose value without attention (for exampl ecurities-related assets or other options).
		□ Oth			
		Where	is the property?		
			- access to any	Number, Street, City, St	ate & ZIP Code
		Is the p	property insured?		
		☐ No			
		☐ Yes	s. Insurance agency		
			Contact name		
			Phone		
			Tions		
	Statistical and admini	strative informati	on		
3.	Debtor's estimation of	. Check one	e:		
	available funds	Funds	will be available for dis	stribution to unsecured cre	editors
		-			rill be available to unsecured creditors.
-	- Constant			and point the fathacti	in be dvanable to unsecured deditors.
4.	Estimated number of creditors	1-49		1,000-5,000	25,001-50,000
	ordattors.	50-99		5001-10,000	50,001-100,000
		100-199		10,001-25,000	More than100,000
5.	Estimated Assets	\$0 - \$50,000		\$1,000,001 - \$10	0 million
		\$50,001 - \$10		\$10,000,001 - \$5	50 million \$1,000,000,001 - \$10 billion
		\$100,001 - \$5		\$50,000,001 - \$1	100 million \$10,000,000,001 - \$50 billion
		\$500,001 - \$1	million	\$100,000,001 - \$	More than \$50 billion
S.	Estimated liabilities	\$0 - \$50,000		S1,000,001 - \$10	million
		\$50,001 - \$10	00,000	\$10,000,001 - \$5	
		\$100,001 - \$5 \$500,001 - \$1		\$50,000,001 - \$1	00 million \$10,000,000,001 - \$50 billion

n	A	h	to	

The Ruins, LLC

N	a	n	ne	۲	7	

Request	for	Relief.	Declaration,	and	Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

January 6, 2025 MM / DD / YYYY

X	/s/	Jesse	Craig
---	-----	-------	-------

Signature of authorized representative of debtor

Jesse Craig Printed name

Case number (if known)

Managing Member

18. Signature of attorney

X /s/ Maurice Verstandig Signature of attorney for debtor Date January 6, 2025

MM / DD / YYYY

Maurice Verstandig

Printed name

The Dakota Bankruptcy Firm

Firm name

1630 1st Avenue N Suite B PMB 24

Fargo, North Dakota 58102-4246

Number, Street, City, State & ZIP Code

Contact phone 701-394-3215

Email address mac@dakotabankruptcy.com

MD18071 / District of Columbia

Bar number and State

Case 25 30 90 04 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc Main Exhibits 27 729 Page 5 01418

Debtor

The Ruins, LLC

Case number (if known)

Fill in this information to identify your case:		
United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA		
Case number (if known)	Chapter11	Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	Generations on 1st, LLC			Relationship to you	Affiliate
District	North Dakota	When	1/6/25	Case number, if known	
Debtor	Parkside Place, LLC			Relationship to you	Affiliate
District	North Dakota	When	1/6/25	Case number, if known	

RESOLUTION OF SOLE MEMBER AND DIRECTOR OF THE RUINS, LLC

The undersigned, constituting the sole equity holder and officer of The Ruins, LLC ("Ruins"), does hereby resolve as follows:

WHEREAS, Ruins has become burdened by various debts to third parties; and

WHEREAS, receivership proceedings in South Dakota have caused Ruins to be operated by a third party in a suboptimal manner, jeopardizing further development efforts; and

WHEREAS, Ruins believes it can operate at a profitable level if permitted occasion to reorganize certain debts; and

IT IS NOW, THEREFORE, RESOLVED as follows:

- 1. Pursuant to Section 47-34A-404.1 of the South Dakota Codified Laws, Jesse Craig, acting on behalf of Ruins, is authorized to take any and all actions necessary to file a petition for relief pursuant to Section 301 of Title 11 of the United States Code;
- Pursuant to Section 47-34A-404.1 of the South Dakota Codified Laws, Jesse Craig, acting on behalf of Ruins, is authorized to engage counsel to act as general reorganization counsel to Ruins, and any efforts already so taken are hereby ratified and affirmed to the extent necessary; and
- 3. Pursuant to Section 47-34A-404.1 of the South Dakota Codified Laws, Jesse Craig, acting on behalf of Ruins, is authorized and directed to work with the general reorganization counsel of Ruins to reorganize Ruins through whatever means may be most efficient, including reapportionment of equity, sale and/or liquidation.

Dated this 4th day of January, 2025

The Ruins, LLC

By:

Jesse Craig

Its: Sole and Managing Member

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF NORTH DAKOTA

In re:)	Case No. 25-
THE RUINS, LLC)	(Chapter 11)
Debtor.)	

NOTES ACCOMPANYING SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS

- 1. Certain litigation rights against Red River State Bank are scheduled on line 74 of Schedule A/B. These include claims for fraud and constructive fraud, as well as a statutory claim for deceit. These claims are not a mere setoff instrumentality against the debt alleged by Red River State Bank but, indeed, genuine free-standing litigation claims. The Ruins, LLC ("Ruins" or the "Debtor") has declined to value these claims on Schedule A/B insofar as certain portions of a damages calculation remain contingent (with such contingencies partially turning, not ironically, on the disposition of this chapter 11 case), and in light of the innately difficult task of valuing tort claims.
- 2. On January 2, 2025, Ruins borrowed \$15,000.00 from Blacktail Investments, LLC ("Blacktail"), for purposes of funding a retainer to be paid to undersigned counsel. The purpose of the loan was expressly disclosed to Blacktail, which was knowledgeable—prior to loaning the monies—that the funds would be used to facilitate a bankruptcy filing and that the loan obligation would, resultantly, give rise to an unsecured claim therein.
- 3. Insofar as Ruins does not presently maintain its own bank account, the aforementioned loan proceeds (less a \$20.00 wire fee) were disbursed to Intuition, LLC, an insider of the Debtor, and then transferred to undersigned counsel's trust account via e-check. The Debtor

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regards Intuition, LLC as having been an incidental custodian of the funds for the brief period of time in which the monies passed through the account of Intuition, LLC.

- 4. As of the filing of this petition, the aforementioned e-check transaction has been processed but, for reasons wholly correlative to the payments systems used by undersigned counsel and not idiosyncratic to the Debtor, the funds are yet to clear into undersigned counsel's trust account. Pursuant to North Dakota Rule of Professional Conduct 1.15(g), undersigned counsel uses a Maryland trust account to hold client monies. Pursuant to Maryland Rule 19-408(b)(2), two ledgers have been established within the trust account, in anticipation of receipt of the deposited funds: (i) one ledger, denoting a balance of \$5,031.33, denoting fees earned pre-petition by counsel, which will be immediately withdrawn from the trust account upon receipt; and (ii) one ledger, denoting a balance of \$9,948.67, denoting retainer funds remaining for the benefit of Ruins, which will remain in the trust account until such a time as disbursed in accord with an order of this Honorable Court.
- 5. In billing for pre-petition work, undersigned proposed counsel generally billed time to a fictitious overarching client and then evenly allotted said time, in one third increments, amongst the three related cases being filed together. Where work was uniquely applicable to one case, however, such work was billed solely to that case. Similarly, where work was applicable to receivership-centric issues, which impact two of the three cases, time was evenly divided between those two cases but not the third case.
- 6. Without being unnecessarily adversarial, there is a genuine lack of clarity as to how much money is owed to Red River Bank, insofar as multiple loan facilities exist, the bank has not been overly forthcoming in producing complete records for each loan facility, and the Debtor believes there to be a right of setoff as to at least part of the relevant debt. Accordingly, it is urged

that the number reflected on these schedules not be relied upon; insofar as the debt is listed as disputed, it is believed Red River Bank will file a proof of claim in this case; should the bank fail to do so, the Debtor will assess whether or not to file a protective claim and then object thereto.

7. Three related entities are petitioning for bankruptcy protection in rapid succession of even date herewith. By design, the first such entity is Generations on 1st, LLC, a South Dakota limited liability company that, since its inception, has always regarded—and listed on state filings—an address in Fargo, North Dakota as its principal place of business. Venue for that case is accordingly properly laid in this Honorable Court. 28 U.S.C. § 1408(1). One of the two other entities has, similarly, normally (albeit not always) utilized a North Dakota address as its principal place of business, including in filings with the State of South Dakota. Since all three entities are affiliates of one another, 11 U.S.C. § 101(2), the establishment of venue for the first-filed case does, in turn, establish venue for the two subsequently-filed cases, 28 U.S.C. 1408(2). It does bear notation, however, that the election of this venue is neither arbitrary nor capricious: the principal of all three entities resides in Fargo; all three debtors are largely managed from their principal's office and home in Fargo; counsel for the largest creditor of all three entities is based in Fargo; the largest creditor itself is a bank with two branches, both of which are closer to Fargo than to any federal courthouse in South Dakota; and proposed counsel for the three debtors maintains a regular bankruptcy practice in Fargo.

[Signature on Following Page]

Respectfully Submitted,

Dated: January 6, 2025

By: /s/ Maurice B. VerStandig
Maurice B. VerStandig, Esq.

The Dakota Bankruptcy Firm

1630 1st Avenue N Suite B PMB 24

Fargo, North Dakota 58102-4246

Phone: (701) 394-3215 mac@dakotabankruptcy.com Proposed Counsel for the Debtor

Fill in this i	nformat	ion to identify the case:		557
Debtor name	e The	Ruins, LLC		
United State	s Bankrı	uptcy Court for the: DIS	FRICT OF NORTH DAKOTA	
Case number	er (if know	/n)		☐ Check if this is an
				amended filing
Official F				
Declar	atio	n Under Per	nalty of Perjury for Non-Ind	ividual Debtors 12/1
orm for the amendments and the date WARNING connection visiting and 35	schedules of thos Bankru Bankru with a ba	es of assets and liabilitie e documents. This form ruptcy Rules 1008 and 9 ptcy fraud is a serious c ankruptcy case can resu	half of a non-individual debtor, such as a corporation es, any other document that requires a declaration the must state the individual's position or relationship to 011. rime. Making a false statement, concealing property It in fines up to \$500,000 or imprisonment for up to 20	at is not included in the document, and any of the debtor, the identity of the document,
	Declara	tion and signature		
I am the	e preside ual servir	ent, another officer, or an a	authorized agent of the corporation; a member or an auth he debtor in this case.	orized agent of the partnership; or another
I have	examine	d the information in the do	cuments checked below and I have a reasonable belief the	nat the information is true and correct:
	Schedu Schedu Schedu Schedu Summa	ule D: Creditors Who Have ule E/F: Creditors Who Ha ule G: Executory Contract ule H: Codebtors (Official)	Personal Property (Official Form 206A/B) c Claims Secured by Property (Official Form 206D) ve Unsecured Claims (Official Form 206E/F) s and Unexpired Leases (Official Form 206G) Form 206H) s for Non-Individuals (Official Form 206Sum)	
	Chapte		List of Creditors Who Have the 20 Largest Unsecured Cla leclaration	aims and Are Not Insiders (Official Form 204)
I declar	e under	penalty of perjury that the	foregoing is true and correct.	
Execu	ted on	January 6, 2025	X /s/ Jesse Craig	
			Signature of individual signing on behalf of deb	tor
			_ Jesse Craig	
			Printed name	
			Managing Member	
			Position or relationship to debtor	

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Fill in this information to identify the case:	
Debtor name The Ruins, LLC	
United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA	☐ Check if this is an
Case number (if known):	amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and
Are Not Insiders

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	de is contingent, If the claim is fully unsecured, fill in only unsecured s, unliquidated, or claim is partially secured, fill in total claim amount a		nt and deduction for	
		and government contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Blacktail Investments, LLC PO Box 628 Fargo, ND 58107		Loan to Debtor to Pay Bankruptcy Retainer				\$15,000.00
Brian's Glass and Door LLC 533 1st Ave NW #4 Watertown, SD 57201		315 E Kemp AvenueWatertown, South Dakota 57201		\$17,720.00	\$8,790,000.00	\$17,720.00
Codington County Treasurer?s Office 14 1st Ave SE Watertown, SD 57201		Real Estate Taxes				\$0.00
D&M Industries Lockbox 446120 Box 64266 Saint Paul, MN 55164-0266		315 E Kemp AvenueWatertown, South Dakota 57201		\$258,473.00	\$8,790,000.00	\$258,473.00
Diamond Wall Systems 1960 Cliff Lake Road Ste 129-250 Saint Paul, MN 55122		315 E Kemp AvenueWatertown, South Dakota 57201		\$286,700.00	\$8,790,000.00	\$286,700.00
Hamlin Building Center 45002 Hwy 28 PO Box 200 Lake Norden, SD 57248						\$279,000.00
Limoges Construction 25732 Cottonwood Avenue Sioux Falls, SD 57107						\$58,500.00
Performance Spray Foam, LLC 48667 SD HWY 28 Astoria, SD 57213		315 E Kemp AvenueWatertown, South Dakota 57201		\$151,058.00	\$8,790,000.00	\$151,058.00

Official form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured claims

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Deblor The Ruins, LLC Case number (if known)

complete mailing address, a	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
100000		and government contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Red River State Bank 114 N Mill St PO Box 98 Fertile, MN 56540		315 E Kemp AvenueWatertown, South Dakota 57201	Unliquidated Disputed	\$10,490,000.00		\$3,183,724.00
Red River State Bank 114 N Mill St PO Box 98 Fertile, MN 56540		315 E Kemp AvenueWatertown, South Dakota 57201	Unliquidated Disputed	\$600,000.00	\$8,790,000.00	\$600,000.00
The Roofing Company 1222 4th Ave N 123 Fargo, ND 58102		315 E Kemp AvenueWatertown, South Dakota 57201		\$126,680.00	\$8,790,000.00	\$126,680.00
Top Finish Carpentry 2809 S PRINCETON AVE Sioux Falls, SD 57106		315 E Kemp AvenueWatertown, South Dakota 57201		\$162,900.00	\$8,790,000.00	\$162,900.00
Xtreme Fire Protection LLC 4102 N. Cliff Ave. Sioux Falls, SD 57104		315 E Kemp AvenueWatertown, South Dakota 57201		\$25,392.00	\$8,790,000.00	\$25,392.00

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	Document Page 14 of 41		
Fill	n this information to identify the case:		
Deb	tor name The Ruins, LLC		
Unit	ed States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA		
Cas	e number (if known)		if this is an ded filing
	icial Form 206Sum		12/15
	mmary of Assets and Liabilities for Non-Individuals		12/15
Par	1: Summary of Assets		
1.	Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)		
	1a. Real property: Copy line 88 from Schedule A/B	. \$_	8,790,000.00
	1b. Total personal property: Copy line 91A from Schedule A/B	\$_	12,860.00
	1c. Total of all property: Copy line 92 from Schedule A/B	\$_	8,802,860.00
Par	2: Summary of Liabilities		
2.	Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D	. \$_	13,602,647.00
3.	Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)		
	3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F	\$_	0.00
	3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F	+\$_	658,556.26
4.	Total liabilities		

Lines 2 + 3a + 3b

14,261,203.26

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Fil	I in this information to identify the case:	
De	btor name The Ruins, LLC	
Un	ited States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA	
Ca	se number (if known)	F- 10
		Check if this is an amended filing
	fficial Form 206A/B	
	chedule A/B: Assets - Real and Personal Property	12/15
Be a the add	close all property, real and personal, which the debtor owns or in which the debtor has any other legal ude all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. ch have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedu inexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Formass complete and accurate as possible. If more space is needed, attach a separate sheet to this form. A debtor's name and case number (if known). Also identify the form and line number to which the addititional sheet is attached, include the amounts from the attachment in the total for the pertinent part. The Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting shedule or depreciation schedule, that gives the details for each asset in a particular category. List each	Also include assets and properties le A/B, list any executory contracts orm 206G). It the top of any pages added, write onal information applies. If an asset only once in valuing the
Par	Cash and cash equivalents	s used in this form.
1. D	oes the debtor have any cash or cash equivalents?	
	☑ No. Go to Part 2. ☑ Yes Fill in the information below.	
	All cash or cash equivalents owned or controlled by the debtor	Current value of
Par	t2: Deposits and Prepayments	debtor's interest
بمبحب	oes the debtor have any deposits or prepayments?	
	□ No. Go to Part 3. ☑ Yes Fill in the information below.	
7.	Deposits, including security deposits and utility deposits Description, including name of holder of deposit	
	7.1. Utility Deposit	\$12,860.00
8.	Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent Description, including name of holder of prepayment	
9	Total of Part 2.	\$12,860.00
	Add lines 7 through 8. Copy the total to line 81.	\$12,000.00
Par	ALCOHOMO CARACTER AND CONTRACTOR AND	
10. [Does the debtor have any accounts receivable?	
	☑ No. Go to Part 4. ☐ Yes Fill in the information below.	
Par	t 4: investments	
3. E	Does the debtor own any investments?	
	No. Go to Part 5. ☐ Yes Fill in the information below.	
Pari	15: Inventory, excluding agriculture assets	
Offi-	oigl Form 206A/P	

Official Form 206A/B

Debto	The Ruins, LLC		Case	number (If known)	
	Name				
18. Doe	s the debtor own any inventory (ex	cluding agriculture as	ssets)?		
	lo. Go to Part 6.				
Ц	es Fill in the information below.				
Part 6:	Farming and fishing-related a	ssets (other than title	d motor vehicles and land)	
27. Doe	s the debtor own or lease any farm				
⊠ N	lo. Go to Part 7.				
	es Fill in the information below.				
Dort 7	Office furniture flutures and	aguinment; and calle	atibiae		
Part 7: 38. Doe	Office furniture, fixtures, and es the debtor own or lease any office	The good one in the second con-		?	
	No. Go to Part 8.		31.452C34.55 (C2 1707C)		
	es Fill in the information below.				
		A.C.			
Part 8:	THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON OF THE PE		vahialas?		
	es the debtor own or lease any mad	ninery, equipment, or	venicles?		
	No. Go to Part 9. Yes Fill in the information below.				
_					
Part 9:	Real property				
54. Do	es the debtor own or lease any real	property?			
	No. Go to Part 10.				
× N	es Fill in the information below.				
55.	Any building, other improved rea	al estate, or land whic	h the debtor owns or in wi	nich the debtor has an inter	rest
	Description and location of	Nature and	Net book value of	Valuation method used	Current value of
	property Include street address or other	extent of debtor's interest	debtor's interest (Where available)	for current value	debtor's interest
	description such as Assessor	in property	(vviiere available)		
	Parcel Number (APN), and type of property (for example,				
	acreage, factory, warehouse,				
	apartment or office building, if available.				
	55.1. 315 E Kemp Avenue				
	Watertown, South	Fac Cimala	60.00	Appraisal	\$8,790,000.00
	Dakota 57201	Fee Simple	\$0.00	Appraisal	\$6,790,000.00
				_	
56.	Total of Part 9.			- 1	\$8,790,000.00
	Add the current value on lines 55.1	through 55.6 and entri	es from any additional shee	ts.	
	Copy the total to line 88.				
57.	Is a depreciation schedule availa ☑ No	able for any of the pro	perty listed in Part 9?		
	Yes				
58.	Has any of the property listed in	Part 9 been appraise	d by a professional within	the last year?	
	⊠ No				
	Yes				
Part 1					
59. Do	es the debtor have any interests in	intangibles or intelle	ctual property?		
	No. Go to Part 11.				
	Yes Fill in the information below.	Cohodula A/D	Accets Declared Desca	nal Property	page 2
OHICI	al Form 206A/B	Scriedule AVB	Assets - Real and Perso	ilai Fiopelty	page 2

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Debto	The Ruins, LLC		Case number (If known)	
Part 11	T. L.			
70. Doe incl	es the debtor own any ot ude all interests in executor	her assets that have not yet been reported on any contracts and unexpired leases not previously	this form?	
	lo. Go to Part 12. 'es Fill in the information b			
				Current value of debtor's interest
71.	Notes receivable Description (include name	ne of obligor)		
72.	Tax refunds and unuse Description (for example	ed net operating losses (NOLs) , federal, state, local)		
73.	Interests in insurance	policies or annuities		
74.	has been filed) Claims for fraud, statu	st third parties (whether or not a lawsuit story deceit, constructive fraud, breach and fairh and fair dealing, and breach of River State Bank		Unknown
	Nature of claim	Tort		Officiowit
	Amount requested	\$0.00		
75.	Other contingent and u every nature, including set off claims	inliquidated claims or causes of action of counterclaims of the debtor and rights to		
76.	Trusts, equitable or fut	ure interests in property		
77.	Other property of any li country club membership	ind not already listed Examples: Season ticket	s,	
78.	Total of Part 11.			\$0.00
	Add lines 71 through 77.	Copy the total to line 90.		\$0.00
79.	Has any of the property ⊠ No □ ∨as	listed in Part 11 been appraised by a profess	sional within the last year?	

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Debtor

The Ruins, LLC

Case number (If known)

Part 12: Summary

In Pa	ort 12 copy all of the totals from the earlier parts of the form Type of property	Current value of personal property	Current value of real property
80.	Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$0.00	
81.	Deposits and prepayments. Copy line 9, Part 2.	\$12,860.00	
82.	Accounts receivable. Copy line 12, Part 3,	\$0.00	
83.	Investments. Copy line 17, Part 4.	\$0.00	
84.	Inventory. Copy line 23, Part 5.	\$0.00	
85.	Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86.	Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$0.00	
87.	Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$0.00	
88.	Real property. Copy line 56, Part 9	κ	\$8,790,000.00
89.	Intangibles and intellectual property. Copy line 66, Part 10.	\$0.00	
90.	All other assets. Copy line 78, Part 11.	+\$0.00	
91.	Total. Add lines 80 through 90 for each column	\$12,860.00 +	91b. <u>\$8,790,000.00</u>
92.	Total of all property on Schedule A/B. Add lines 91a+91b=92		\$8,802,860.0

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Fill in this information to identify the	case:	- C	
Debtor name The Ruins, LLC			
United States Bankruptcy Court for the:	DISTRICT OF NORTH DAKOTA		
Case number (if known)			Check if this is an
Official Farm 200D			amended filing
Official Form 206D	Who Have Claims Committee	131.24	
at the contract of the contrac	Who Have Claims Secured by Pr	operty	12/15
e as complete and accurate as possible. Do any creditors have claims secured by	debtor's property?		
	age 1 of this form to the court with debtor's other schedules.	Debtor has nothing else to	report on this form.
Part 1: List Creditors Who Have Se			
2. List in alphabetical order all creditors who claim, list the creditor separately for each clair	no have secured claims, if a creditor has more than one secured	Column A	Column B
dam, not the creditor separately for each clair	п.	Amount of claim	Value of collateral that supports this
and a second second second		Do not deduct the value of collateral.	claim
2.1 Brian's Glass and Door LLC Creditor's Name	Describe debtor's property that is subject to a lien	\$17,720.00	\$8,790,000.00
533 1st Ave NW	315 E Kemp AvenueWatertown, South Dakota 57201		
#4 Watertown, SD 57201			
Creditor's mailing address	Describe the lien		
	Mechanic's Lien		
	Is the creditor an insider or related party?		
Creditor's email address, if known	☐ Yes		
A.C. Salar	Is anyone else liable on this claim?		
Date debt was incurred	☑ No. ☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Last 4 digits of account number			
Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply		
☐ No ☑ Yes. Specify each creditor, including this creditor and its relative	☐ Contingent ☐ Unliquidated ☐ Disputed		
priority. 1. Watertown Development			
Company			
Red River State Bank Diamond Wall Systems			
4. Top Finish Carpentry			
Xtreme Fire Protection LLC			
Performance Spray Foam,			
LLC			
 D&M Industries Brian's Glass and Door 			
LLC			
9. The Roofing Company			
2 D&M Industries	Deposits debted and a second	0000 170 75	22 225 222 57
Creditor's Name	Describe debtor's property that is subject to a lien 315 E Kemp AvenueWatertown, South Dakota	\$258,473.00	\$8,790,000.00
Lockbox 446120	57201		
Box 64266 Saint Paul, MN 55164-0266			
Creditor's mailing address	Describe the lien		
	Mechanic's Lien		
	is the creditor an insider or related party?		

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

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Debtor The Ruins, LLC	Case number (if known)	
Name Creditor's email address, if known Date debt was incurred	☐ Yes Is anyone else liable on this claim? ☑ No		
Last 4 digits of account number	Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filing date, the claim is: Check all that apply Contingent Unliquidated Disputed		
4. In	Section 1 and 1 and 1 and 1 and 1 and 1	\$296 700 00	£8 700 000 00
2.3 Diamond Wall Systems Creditor's Name 1960 Cliff Lake Road Ste 129-250	Describe debtor's property that is subject to a lien 315 E Kemp AvenueWatertown, South Dakota 57201	\$286,700.00	\$8,790,000.00
Saint Paul, MN 55122	Describe the lien		
Creditor's mailing address	Mechanic's Lien		
	Is the creditor an insider or related party?		
	⊠ No □ Yes		
Creditor's email address, if known	Is anyone else liable on this claim?		
Date debt was incurred	☑ No ☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Last 4 digits of account number	Tes. Fill dat Schedule II. Codebiols (Gilidal Form 2001)		
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filing date, the claim is: Check all that apply Contingent Unliquidated Disputed		
2.4 Performance Spray Foam,			2014977545.52
LLC	Describe debtor's property that is subject to a lien 315 E Kemp AvenueWatertown, South Dakota	\$151,058.00	\$8,790,000.00
Creditor's Name	57201		
48667 SD HWY 28 Astoria, SD 57213			
Creditor's mailing address	Describe the lien		
	Mechanic's Lien Is the creditor an insider or related party?		
	No		
Creditor's email address, if known	— □ Yes		
Date debt was incurred	Is anyone else liable on this claim? ⊠ No		
Last 4 digits of account number	Yes, Fill out Schedule H: Codebtors (Official Form 206H)		
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filling date, the claim is: Check all that apply Contingent Unliquidated Disputed		
2.5 Red River State Bank	Describe debtor's property that is subject to a lien	\$10,490,000.00	\$8,790,000.00
Creditor's Name 114 N Mill St PO Box 98	315 E Kemp AvenueWatertown, South Dakota 57201		
PO Box 98 Fertile, MN 56540	-		

Official Form 206D

Additional Page of Schedule D: Creditors Who Have Claims Secured by Property

page 2 of 5

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Name	Case number	(if known)	
Creditor's mailing address	Describe the lien Deed of Trust		
	Is the creditor an insider or related party? ☑ No		
Creditor's email address, if known	☐ Yes Is anyone else liable on this claim?		
Date debt was incurred	☐ No ☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Last 4 digits of account number			
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filing date, the claim is: Check all that apply ☐ Contingent ☑ Unliquidated ☑ Disputed		
2.6 Red River State Bank	Describe debtor's property that is subject to a lien	\$600,000.00	\$8,790,000.00
Créditor's Name 114 N Mill St PO Box 98 Fertile, MN 56540	315 E Kemp AvenueWaterlown, South Dakota 57201	4000,000,00	
Creditor's mailing address	Describe the lien Deed of Trust		
	Is the creditor an insider or related party? ☑ No		
Creditor's email address, if known	Yes Is anyone else liable on this claim?		
Date debt was incurred	☐ No ☑ Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Last 4 digits of account number			
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filing date, the claim is: Check all that apply ☐ Contingent ☑ Unliquidated ☑ Disputed		
2.7 The Roofing Company	Describe debtor's property that is subject to a lien	2400 000 00	An man and a
Creditor's Name 1222 4th Ave N 123 Fargo, ND 58102	315 E Kemp AvenueWatertown, South Dakota 57201	\$126,680.00	\$8,790,000.00
Creditor's mailing address	Describe the lien Mechanic's Lien		
	Is the creditor an insider or related party? ⊠ No		
Creditor's email address, if known	☐ Yes Is anyone else liable on this claim? ☑ No		
Date debt was incurred Last 4 digits of account number	Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor,	As of the petition filing date, the claim is: Check all that apply Contingent Unliquidated		
including this creditor and its relative priority. Specified on line 2.1	☐ Disputed		
2.8 Top Finish Carpentry	Describe debtor's property that is subject to a lien	\$162,900.00	\$8,790,000.00
Creditor's Name	315 E Kemp AvenueWatertown, South Dakota		

Official Form 206D

Additional Page of Schedule D: Creditors Who Have Claims Secured by Property

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Name	Case number	(II KHOWIT)	
2809 S PRINCETON AVE Sioux Falls, SD 57106	57201		
Creditor's mailing address	Describe the lien		
Orealion 5 Trialing accress	Mechanic's Lien Is the creditor an insider or related party? ☑ No		
Creditor's email address, if known	☐ Yes Is anyone else liable on this claim? ☑ No		
Date debt was incurred Last 4 digits of account number	Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Do multiple creditors have an interest in the same property? ☐ No ☐ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filing date, the claim is: Check all that apply Contingent Unliquidated Disputed		
Watertown Development Company	Describe debtor's property that is subject to a lien	\$1,483,724.00	\$8,790,000.00
Creditor's Name	315 E Kemp AvenueWatertown, South Dakota 57201	+11 12011 W 1100	121, 23,000,00
1 East Kemp Avenue Watertown, SD 57201-3606	-		
Creditor's mailing address	Describe the lien Mortgage Is the creditor an insider or related party? ☒ No		
Creditor's email address, if known Date debt was incurred December 13, 2021 Last 4 digits of account number	☐ Yes Is anyone else liable on this claim? ☑ No ☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Do multiple creditors have an interest in the same property? ☐ No ☑ Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1	As of the petition filing date, the claim is: Check all that apply ☑ Contingent ☐ Unliquidated ☐ Disputed		
Xtreme Fire Protection LLC	Describe debtor's property that is subject to a lien	\$25,392.00	\$8,790,000.00
Creditor's Name 4102 N. Cliff Ave.	315 E Kemp AvenueWatertown, South Dakota 57201		
Sioux Falls, SD 57104 Creditor's mailing address	Describe the lien Mechanic's Lien		
	Is the creditor an insider or related party? ☑ No		
Creditor's email address, if known Date debt was incurred	☐ Yes Is anyone else liable on this claim? ☑ No		
Last 4 digits of account number	Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Do multiple creditors have an interest in the same property? ☐ No ☐ Yes. Specify each creditor, including this creditor and its relative priority.	As of the petition filing date, the claim is: Check all that apply Contingent Unliquidated Disputed		

Official Form 206D

Additional Page of Schedule D: Creditors Who Have Claims Secured by Property

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Specified on line 2,1	Case number (if known)
	m Part 1, Column A, including the amounts from the Additional Page, if any. \$13,602,647. 00
assignees of claims disted above,	rs who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, and attorneys for secured creditors. I debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page. On which line in Part 1 did you Last 4 digits of enter the related creditor? Account number for
Caren Stanley, Esq. Vogel Law Firm 218 NP Avenue Fargo, ND 58102	Line 2.5
Caren Stanley, Esq. Vogel Law Firm 218 NP Avenue Fargo, ND 58102	Line 2.6

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Fill in this information to identify the case:			
Debtor name The Ruins, LLC			
United States Bankruptcy Court for the: DISTRICT	OF NORTH DAKOTA		
Case number (if known)			
		☐ Check if amende	this is an d filing
Official Form 206E/F			
Schedule E/F: Creditors Who			12/15
List the other party to any executory contracts or unexpi	creditors with PRIORITY unsecured claims and Part 2 for creditive leases that could result in a claim. Also list executory controle G: Executory Contracts and Unexpired Leases (Official Form to 1 or Part 2, fill out and attach the Additional Page of that Part	acts on Schedule A/B: A 206G). Number the entr	ssets - Real and
Part 1: List All Creditors with PRIORITY Unsec	ured Claims		
1. Do any creditors have priority unsecured claims	? (See 11 U.S.C. § 507).		
☐ No. Go to Part 2.			
Yes. Go to line 2.			
2. List in alphabetical order all creditors who have	unsecured claims that are entitled to priority in whole or in par	t. If the debtor has more t	han 3 creditors
with priority unsecured claims, fill out and attach the	e Additional Page of Part 1.		
		Total claim	Priority amount
2.1 Priority creditor's name and mailing address Codington County Treasurer?s Office	As of the petition filing date, the claim is: Check all that apply.	Unknown	\$0.00
14 1st Ave SE	Contingent		
Watertown, SD 57201	☐ Unliquidated ☐ Disputed		
Date or dates debt was incurred	Basis for the claim: Real Estate Taxes	2/	
Last 4 digits of account number	Is the claim subject to offset?	=	
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	⊠ No □ Yes		
2.2 Priority creditor's name and mailing address	As of the petition filing date, the claim is:	\$0.00	\$0.00
Internal Revenue Service	Check all that apply. ☐ Contingent		
PO Box 7346	☐ Unliquidated		
Philadelphia, PA 19101-7346	☑ Disputed		
Date or dates debt was incurred	Basis for the claim:		
Last 4 digits of account number	Is the claim subject to offset?	_	
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	⊠ No □ Yes		
			- N. J.
2.3 Priority creditor's name and mailing address	As of the petition filing date, the claim is:	\$0.00	\$0.00
South Dakota Department of	Check all that apply. Contingent		
Revenue 445 E. Capitol Avenue	☐ Unliquidated		
Pierre, SD 57501	☑ Disputed		
Date or dates debt was incurred	Basis for the claim:		
Last 4 digits of account number	Is the claim subject to offset?	_	
Specify Code subsection of PRIORITY	⊠ No		
unsecured claim: 11 U.S.C. § 507(a) (8)	Yes		

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill
Official Form 206E/F
Schedule E/F: Creditors Who Have Unsecured Claims
page 1 of 2

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Debtor The Ruins, LLC	Case number (if known)	
out and attach the Additional Page of Part 2.		
		Amount of claim
3.1 Nonpriority creditor's name and mailing address Blacktail Investments, LLC	As of the petition filling date, the claim is: Check all that apply.	\$15,000.00
PO Box 628 Fargo, ND 58107	☐ Contingent ☐ Unliquidated ☐ Disputed	
Date(s) debt was incurred January 2, 2025	Basis for the claim: Loan to Debtor to Pay Bankruptcy Re	etainer
Last 4 digits of account number _	Is the claim subject to offset? ☑ No ☐ Yes	
3.2 Nonpriority creditor's name and mailing address CP Business Management, Inc. 1401 1st Ave N	As of the petition filing date, the claim is: Check all that apply.	\$18,227.07
Suite B Fargo, ND 58102	☐ Contingent ☐ Unliquidated ☐ Disputed	
Date(s) debt was incurred		
Last 4 digits of account number	Basis for the claim: <u>Reimbursement for Corporate Expen</u> Is the claim subject to offset? ⊠ No ☐ Yes	ses
3.3 Nonpriority creditor's name and mailing address Hamlin Building Center 45002 Hwy 28	As of the petition filing date, the claim is: Check all that apply.	\$279,000.00
PO Box 200 Lake Norden, SD 57248	☐ Contingent ☐ Unliquidated ☐ Disputed	
Date(s) debt was incurred	Basis for the claim: _	
Last 4 digits of account number _	Is the claim subject to offset? ⊠ No ☐ Yes	
3.4 Nonpriority creditor's name and mailing address Jesse Craig PO Box 426	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated	\$287,829.19
Fargo, ND 58107-0426	☐ Disputed	
Date(s) debt was incurred _ Last 4 digits of account number _	Basis for the claim: <u>Reimbursement for Corporate Expensement</u> Is the claim subject to offset? ☒ No ☐ Yes	ses
3.5 Nonpriority creditor's name and mailing address Limoges Construction 25732 Cottonwood Avenue Sioux Falls, SD 57107	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$58,500.00
Date(s) debt was incurred _	Basis for the claim: _	
Last 4 digits of account number _	Is the claim subject to offset? No Yes	
Part 3: List Others to Be Notified About Unsecured C 4. List in alphabetical order any others who must be notified for assignees of claims listed above, and attorneys for unsecured cre	claims listed in Parts 1 and 2. Examples of entities that may be listed are col	lection agencies,
	and 2, do not fill out or submit this page. If additional pages are needed, o	opy the next page.
Name and mailing address	On which line in Part1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
Part 4: Total Amounts of the Priority and Nonpriority	Unsecured Claims	any
5. Add the amounts of priority and nonpriority unsecured claim		
	Total of claim amounts	
5a. Total claims from Part 1 5b. Total claims from Part 2		00
5c. Total of Parts 1 and 2	000,000.	2.52
Lines 5a + 5b = 5c.	5c. \$658,55	6.26

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Fill in	this information to identify the case:	
Debtor	name The Ruins, LLC	
United	States Bankruptcy Court for the: DISTRICT OF	NORTH DAKOTA
Case r	number (if known)	Check if this is an amended filing
	cial Form 206G edule G: Executory Contra	cts and Unexpired Leases 12/15
		ce is needed, copy and attach the additional page, number the entries consecutively.
		unexpired leases? tor's other schedules. There is nothing else to report on this form. contacts of leases are listed on Schedule A/B: Assets - Real and Personal Property
2. Lis	t all contracts and unexpired leases	State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease
2.1	State what the contract or lease is for and the nature of the debtor's interest	
	State the term remaining	
	List the contract number of any government contract	
2.2	State what the contract or lease is for and the nature of the debtor's interest	
	State the term remaining	
	List the contract number of any government contract	
2.3	State what the contract or lease is for and the nature of the debtor's interest	
	State the term remaining	
	List the contract number of any government contract	
2.4	State what the contract or lease is for and the nature of the debtor's interest	
	State the term remaining	
	List the contract number of any government contract	

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		Document P	age 27 of 41	
Fill in th	nis information to identif			
Debtor	name The Ruins, LLC			
United 8	States Bankruptcy Court fo	or the: DISTRICT OF NORTH DAKOTA		
Case nu	ımber (if known)			
1 10				Check if this is an amended filing
Offici	al Form 206H			•
	dule H: Your	Codebtors		12/15
Addition	emplete and accurate as all Page to this page.		he Additional Page, numbering the entries	consecutively. Attach the
			schedules. Nothing else needs to be reported	d on this form.
crec	litors, Schedules D-G. In	clude all guarantors and co-obligors. In Colu	o liable for any debts listed by the debtor rmn 2, identify the creditor to whom the debt i an one creditor, list each creditor separately in Column 2: Creditor	alubadas dasa bara bawa s
	Name	Mailing Address	Name	Check all schedules
2.1	Craig Development, LLC	1405 1st Ave N Fargo, ND 58107	Red River State Bank	that apply: D 2.6 E/F G
2.2	Craig Holdings, LLC	1405 1st Ave N Fargo, ND 58107	Red River State Bank	⊠ D <u>2.6</u> □ E/F □ G
2.3	Craig Properties, LLC	1405 1st Ave N. Fargo, ND 58107	Red River State Bank	⊠ D <u>2.6</u> □ E/F □ G
2.4	Jesse Craig	PO Box 426 Fargo, ND 58107-0426	Red River State Bank	⊠ D <u>2.6</u> □ E/F

Fil	l in this information to identify the case:			
De	btor name _ The Ruins, LLC			
Ur	ited States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA			
Ca	se number (if known)			Check if this is an amended filing
St	fficial Form 207 tatement of Financial Affairs for Non-Individ		The second second	
wri	e debtor must answer every question. If more space is needed, attach te the debtor's name and case number (if known).	a separate sneet to this form.	in the top of	any additional pages,
Pa	art 1: Income			
1.	Gross revenue from business			
	□ None.			
	Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year	Sources of revenue Check all that apply		Gross revenue (before deductions and exclusions)
	From the beginning of the fiscal year to filing date:	Operating a business		\$0.00
From 01/01/2025 to Filing Date		☐ Other		
	For prior year:	☑ Operating a business	☑ Operating a business	
	From 01/01/2024 to 12/31/2024	Other	_	
	For year before that: From 01/01/2023 to 12/31/2023	Operating a business		\$0.00
	From 01/01/2023 to 12/31/2023	☐ Other		
2.	Non-business revenue Include revenue regardless of whether that revenue is taxable. Non-busin and royalties. List each source and the gross revenue for each separately			oney collected from lawsuits,
	⊠ None.			
		Description of sources of	revenue	Gross revenue from each source (before deductions and exclusions)
P	art 2: List Certain Transfers Made Before Filing for Bankruptcy			
3.	Certain payments or transfers to creditors within 90 days before filing List payments or transfersincluding expense reimbursementsto any crefiling this case unless the aggregate value of all property transferred to the and every 3 years after that with respect to cases filed on or after the date	editor, other than regular employe at creditor is less than \$7,575. (Th	e compensal is amount m	ion, within 90 days before ay be adjusted on 4/01/25
	⊠ None.			
	Creditor's Name and Address Dates	Total amount of value	Reasons Check all	for payment or transfer that apply
4.	Payments or other transfers of property made within 1 year before fit List payments or transfers, including expense reimbursements, made with	iling this case that benefited an	y insider n debts owed	I to an insider or guaranteed

or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

Official Form 207

Debtor The Ruins, LLC Case number (if known) listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31). None. Insider's name and address Dates Total amount of value Reasons for payment or transfer Relationship to debtor 5. Repossessions, foreclosures, and returns List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6. None Creditor's name and address Describe of the Property Date Value of property List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a None Creditor's name and address Description of the action creditor took Date action was Amount taken Part 3: Legal Actions or Assignments Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity-within 1 year before filing this case. ☐ None. Case title Nature of case Court or agency's name and Status of case Case number address Red River State Bank v. The Civil Third Judicial Circuit Court Pending Ruins, LLC, et al. 14 1st Ave SE On appeal 14CIV24-000068 Concluded Watertown, SD 57201 Assignments and receivership List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case. None Part 4: Certain Gifts and Charitable Contributions 9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000 None Recipient's name and address Description of the gifts or contributions Dates given Value

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

⊠ None

	Case 25-30004 Doc 1	14-3 Filed 09/28/25 Entered 09/ Exhibits 22-28 Bage 1786/11895	28/25 14:34:46 06:30:46	Sc Main
Debtor	The Ruins, LLC	Case number	(if known)	
	scription of the property lost and with loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.	Dates of loss	Value of property lost
		List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		
Part 6:	Certain Payments or Transfers			
List a of this		of property made by the debtor or person acting on beling attorneys, that the debtor consulted about debt cons		
	None.			
	Who was paid or who received the transfer? Address	If not money, describe any property transferre	d Dates	Total amount or value
11.	 The Dakota Bankruptcy Firm 1630 1st Avenue N Suite B PMB 24 Fargo, ND 58102 		January 3, 2025	\$14,980.00
	Email or website address http://www.dakotabankruptcy.co	om		
	Who made the payment, if not de Intuition, LLC f/b/o The Ruins, L			
List a	settled trusts of which the debtor is a any payments or transfers of property ma self-settled trust or similar device. ot include transfers already listed on this	de by the debtor or a person acting on behalf of the deb	otor within 10 years be	fore the filing of this case
\\	None.			
Na	me of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
List a	ars before the filing of this case to another	ent by sale, trade, or any other means made by the debtor or er person, other than property transferred in the ordinary security. Do not include gifts or transfers previously liste	course of business or	
⊠ i	None.			
	Who received transfer?	Description of property transferred or	Date transfer	Total amount or

Address

payments received or debts paid in exchange

value

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

□ Does not apply

Address

Dates of occupancy From-To

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
- diagnosing or treating injury, deformity, or disease, or

- providing any surgical, psychiatric, drug treatment, or obstetric care?

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 3

Debtor	The Ruins, LLC	Document	Page 31 of 41 Case num	nber (if known)	
	No. Go to Part 9. Yes. Fill in the information below.				
	Facility name and address	Nature of the busine the debtor provides	ess operation, including ty	me nur	debtor provides als and housing, mber of patients in otor's care
Part 9:	Personally Identifiable Information				
16 Does	the debtor collect and retain persona	lly identifiable informat	ion of customers?		
	No. Yes. State the nature of the information	collected and retained.			
17. With profi	in 6 years before filing this case, have t-sharing plan made available by the d	any employees of the debtor as an employee b	debtor been participants in enefit?	n any ERISA, 401(k), 403	(b), or other pension o
	No. Go to Part 10. Yes. Does the debtor serve as plan adm	ninistrator?			
Part 10:	Certain Financial Accounts, Safe De	eposit Boxes, and Stora	ge Units		
Within move Include	ed financial accounts n 1 year before filing this case, were any ed, or transferred? de checking, savings, money market, or o eratives, associations, and other financia	other financial accounts;			
⊠ t	None Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
	deposit boxes ny safe deposit box or other depository f	or securities, cash, or oth	er valuables the debtor now	has or did have within 1	year before filing this
⊠ n	None				
De	pository institution name and address	Names of anyonaccess to it Address	ne with Descrip	tion of the contents	Does debtor still have it?
List a	remises storage ny property kept in storage units or ware the debtor does business.	houses within 1 year befo	ore filing this case. Do not in	iclude facilities that are in	a part of a building in
	None				
Fac	cility name and address	Names of anyo access to it	ne with Descrip	tion of the contents	Does debtor still have it?
Part 11:	Property the Debtor Holds or Contro	ols That the Debtor Doe	s Not Own		
List a	erty held for another ny property that the debtor holds or contr at leased or rented property.	rols that another entity ov	rns. Include any property bo	prrowed from, being stored	f for, or held in trust. Do
⊠ No	one				
Part 12:	Details About Environment Informat	tion			

For the purpose of Part 12, the following definitions apply:

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Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

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Debtor The Ruins, LLC Case number (if known) Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium). Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized. Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance. Report all notices, releases, and proceedings known, regardless of when they occurred. 22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders. No Yes. Provide details below. Case title Court or agency name and Nature of the case Status of case Case number 23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law? No. Yes. Provide details below. Site name and address Governmental unit name and Environmental law, if known Date of notice 24. Has the debtor notified any governmental unit of any release of hazardous material? \boxtimes No. Yes. Provide details below. Site name and address Governmental unit name and Environmental law, if known Date of notice address Part 13: Details About the Debtor's Business or Connections to Any Business 25. Other businesses in which the debtor has or has had an interest List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules. None Business name address Describe the nature of the business Employer Identification number Do not include Social Security number or ITIN. Dates business existed 26. Books, records, and financial statements 26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case. □ None Name and address Date of service From-To 26a.1. Jerry Kuhn In excess of two Haga Kommer, Ltd. years 5195 45th Street South Fargo, ND 58104

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

⊠ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Debtor The Ruins, LLC Case number (if known) Name and address If any books of account and records are unavailable, explain why 26c.1 Jesse Craig PO Box 426 Fargo, ND 58107-0426 26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case. None Name and address Have any inventories of the debtor's property been taken within 2 years before filing this case? Yes. Give the details about the two most recent inventories. Name of the person who supervised the taking of the Date of inventory The dollar amount and basis (cost, market, inventory or other basis) of each inventory 28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case. Name Address Position and nature of any % of interest, if interest any Jesse Craig PO Box 426 Sole and Managing Member 100 Fargo, ND 58107-0426 29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions? No Yes, Identify below. 30. Payments, distributions, or withdrawals credited or given to insiders Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised? No Yes. Identify below. Name and address of recipient Amount of money or description and value of Dates Reason for property providing the value 31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes? No Yes. Identify below. Name of the parent corporation Employer Identification number of the parent corporation 32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund? Yes. Identify below. Name of the pension fund Employer Identification number of the pension fund Part 14: Signature and Declaration

Official Form 207 Statement o

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Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in

page 6

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Debtor The Ruins, LLC Case number (if known)

connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this Statement of Financial Affairs and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 6, 202	25	
/s/ Jesse Craig		Jesse Craig
Signature of individual signing on	behalf of the debtor	Printed name
Position or relationship to debtor	Managing Member	<u> </u>
Are additional pages to Stateme ⊠ No □ Yes	ent of Financial Affairs f	or Non-Individuals Filing for Bankruptcy (Official Form 207) attached

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United States Bankruptcy Court District of North Dakota

In re _ The Ruins, LLC			Case No.	
		Debtor(s)	Chapter 11	
LIST	ECURITY HOLDER	3		
Following is the list of the Debtor's equity security he	olders which is prepar	red in accordance with rule	007(a)(3) for filing in this	Chapter 11 Case
Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Inter	est
Jesse Craig PO Box 426 Fargo, ND 58107-0426	Member		Member	
DECLARATION UNDER PENALTY O	F PERJURY ON	BEHALF OF CORE	ORATION OR PAI	RTNERSHIP
I, the Managing Member of the corponave read the foregoing List of Equity Secupelief.	ration named as t rity Holders and t	he debtor in this case, of that it is true and correct	leclare under penalty of to the best of my inf	of perjury that I formation and
Date January 6, 2025	Signa	ture /s/ Jesse Craig		
		Jesse Craig		

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.

18 U.S.C. §§ 152 and 3571.

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B2030 (Form 2030) (12/15)

United States Bankruptcy Court District of North Dakota

In	re The Ruins, LLC	Case No.	
	Debtor(s)	Chapter	11
	DISCLOSURE OF COMPENSATION OF ATTORN	NEY FOR DE	EBTOR(S)
l.	Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney paid to me within one year before the filing of the petition in bankruptcy, or agreed to be p behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as	aid to me, for serv	
	FLAT FEE		
	For legal services, I have agreed to accept	\$	
	Prior to the filing of this statement I have received	\$	To the second
	Balance Due	\$	
	⊠ <u>RETAINER</u>		
	For legal services, I have agreed to accept and received a retainer of	\$	14,980.00
	The undersigned shall bill against the retainer at an hourly rate of		400.00
2.	The source of the compensation paid to me was:		
	☐ Debtor ☑ Other (specify): Intuition, LLC, paid with funds held for	r the benefit of th	ne debtor
3.	The source of compensation to be paid to me is:		
	Debtor Other (specify):		
4.	I have not agreed to share the above-disclosed compensation with any other person un	less they are mem	bers and associates of my law firm.
	☐ I have agreed to share the above-disclosed compensation with a person or persons who of the agreement, together with a list of the names of the people sharing in the compet		
5.	In return for the above-disclosed fee, I have agreed to render legal service for all aspects of	of the bankruptcy	case, including:
	 a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determ b. Preparation and filing of any petition, schedules, statement of affairs and plan which m c. Representation of the debtor at the meeting of creditors and confirmation hearing, and d. Representation of the debtor in adversary proceedings and other contested bankruptcy e. [Other provisions as needed] Representation of the debtor in this bankruptcy proceeding, including any 	nay be required; any adjourned hea matters;	arings thereof;
6.	By agreement with the debtor(s), the above-disclosed fee does not include the following s Representation of the debtor in any other court or in any matters external		cy proceeding

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In re	The Ruins, LLC		Case No.	
		Debtor(s)		

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S) (Continuation Sheet)

	CERTIFICATION
I certify that the foregoing is a complete st pankruptcy proceeding.	tatement of any agreement or arrangement for payment to me for representation of the debtor(s) in the
January 6, 2025	/s/ Maurice Verstandig
Date	Maurice Verstandig
	Signature of Attorney
	The Dakota Bankruptcy Firm
	1630 1st Avenue N
	Suite B PMB 24
	Fargo, North Dakota 58102-4246
	Fax:
	mac@dakotabankruptcy.com
	Name of law firm

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	United States Bankruptcy Co	urt	
	District of North Dakota		
In re The Ruins, LLC		Case No.	
	Debtor(s)	Chapter	_11
VERI	FICATION OF CREDITOR	MATRIX	
		42 4 4 4	
I, the Managing Member of the corporation	n named as the debtor in this case, hereby ve	erify that the atta	iched list of creditors is true and
correct to the best of my knowledge.			
Date: January 6, 2025	/s/ Jesse Craig		
	Jesse Craig/Managing Membe Signer/Title	r-1	

Blacktail Investments, LLC PO Box 628 Fargo, ND 58107

Brian's Glass and Door LLC 533 1st Ave NW 4 Watertown, SD 57201

Caren Stanley, Esq. Vogel Law Firm 218 NP Avenue Fargo, ND 58102

Codington County Treasurer's Office 14 1st Ave SE Watertown, SD 57201

CP Business Management, Inc. 1401 1st Ave N Suite B Fargo, ND 58102

Craig Development, LLC 1405 lst Ave N Fargo, ND 58107

Craig Holdings, LLC 1405 1st Ave N Fargo, ND 58107

Craig Properties, LLC 1405 lst Ave N. Fargo, ND 58107

D&M Industries Lockbox 446120 Box 64266 Saint Paul, MN 55164-0266

Diamond Wall Systems 1960 Cliff Lake Road Ste 129-250 Saint Paul, MN 55122

Hamlin Building Center 45002 Hwy 28 PO Box 200 Lake Norden, SD 57248

Internal Revenue Service PO Box 7346 Philadelphia, PA 19101-7346

Jesse Craig PO Box 426 Fargo, ND 58107-0426 Limoges Construction 25732 Cottonwood Avenue Sioux Falls, SD 57107

Performance Spray Foam, LLC 48667 SD HWY 28 Astoria, SD 57213

Red River State Bank 114 N Mill St PO Box 98 Fertile, MN 56540

South Dakota Department of Revenue 445 E. Capitol Avenue Pierre, SD 57501

The Roofing Company 1222 4th Ave N 123 Fargo, ND 58102

Top Finish Carpentry 2809 S PRINCETON AVE Sioux Falls, SD 57106

Watertown Development Company 1 East Kemp Avenue Watertown, SD 57201-3606

Xtreme Fire Protection LLC 4102 N. Cliff Ave. Sioux Falls, SD 57104 Case 25-30004 Doc 114-3 Filed 09/28/25 Entered 09/28/25 14:34:46 Desc ase 25-30004 Doc Exhibits 0.01/206/25 agentered 09/28/25 06:30:46 Desc Main Document Page 41 of 41

United States Bankruptcy Court District of North Dakota

The Ruins, LLC		Case No.	
	Debtor(s)	Chapter	11
CORPOR	RATE OWNERSHIP STATEMENT	(RULE 7007.1)	
Pursuant to Federal Rule of Bankruptcy recusal, the undersigned counsel for corporation(s), other than the debtor or the corporation's(s') equity interests, or	a governmental unit that directly as in	action, certifies	that the following is a (are)
☑ None [Check if applicable]			
January 6, 2025	/s/ Maurice Verstandig		
Date	Maurice Verstandig		
	Signature of Attorney or Litigation Counsel for The Ruins, LLC	ant	
	The Belmont Firm		
	1050 Connecticut NW		
	Tool Commediate 1444		
	Suite 500		
	Suite 500 Washington, DC 20036 Fax: mac@mbvesq.com		